

## Bid Corporation Limited

(Incorporated in the Republic of South Africa)

Registration number: 1995/008615/06

Share code: BID

ISIN: ZAE000216537

("Bidcorp" or "the Company")

### REPORT ON PROCEEDINGS AT THE 2020 ANNUAL GENERAL MEETING

At the annual general meeting ("Annual General Meeting" or "the meeting") of the shareholders of Bidcorp held today, Thursday, November 26<sup>th</sup> 2020, the ordinary and special resolutions proposed at the meeting were unaltered from that reflected in the Notice of Annual General Meeting and were approved by the requisite majority of votes.

Total number of shares in issue	335,404,212
Treasury shares (excluded from voting)	1,526,633
Total number of shares ("voteable shares")	333,877,579
Total number of shares represented (including proxies) at the General Meeting	256,053,338
Proportion of total voteable shares represented at the General Meeting	76,69%

	Resolution	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as a percentage of the total issued shares	Shares abstained disclosed as a percentage of the total issued shares
		For	Against			
1	Ordinary resolution number 1: Reappointment of external auditor	99.97%	0.03%	255,401,782	76.15%	0.19%
2	Ordinary resolution number 2.1: Re-election of director S Koseff	99.61%	0.39%	255,405,711	76.15%	0.19%
3	Ordinary resolution number 2.2: Re-election of director PC Baloyi	80.96%	19.04%	255,287,079	76.11%	0.23%
4	Ordinary resolution number 2.3: Re-election of director H Wiseman	99.99%	0.01%	255,394,311	76.15%	0.20%
5	Ordinary resolution number 3.1: Election of audit and risk committee member T Abdool-Samad	99.32%	0.68%	255,394,282	76.15%	0.20%
6	Ordinary resolution number 3.2: Election of audit and risk committee member PC Baloyi	82.84%	17.16%	255,394,311	76.15%	0.20%
7	Ordinary resolution number 3.3: Election of audit and risk committee member NG Payne	88.73%	11.27%	255,405,711	76.15%	0.19%
8	Ordinary resolution number 3.4: Election of audit and risk committee member H Wiseman	99.99%	0.01%	255,394,311	76.15%	0.20%
9	Ordinary resolution number 4.1: Endorsement of Bidcorp remuneration policy non-binding advisory vote	32.58%	67.42%	255,387,447	76.14%	0.20%
10	Ordinary resolution number 4.2: Endorsement of Bidcorp remuneration policy non-binding advisory vote	31.93%	68.07%	255,384,379	76.14%	0.20%
11	Ordinary resolution number 5: General authority to directors to allot and issue authorised but unissued ordinary shares	91.77%	8.23%	255,401,811	76.15%	0.19%
12	Ordinary resolution number 6: General authority to issue shares for cash	91.28%	8.72%	255,401,811	76.15%	0.19%
13	Ordinary resolution number 7: Payment of dividend by way of pro rata reduction of stated capital	99.65%	0.35%	255,406,182	76.15%	0.19%
14	Ordinary resolution number 8: Creation and issue of convertible debentures	91.04%	8.96%	255,384,457	76.14%	0.20%
15	Ordinary resolution number 9: Directors' authority to implement special and ordinary resolutions	99.99%	0.01%	255,401,306	76.15%	0.19%
16	Special resolution number 1: General authority to acquire (repurchase) shares	99.06%	0.94%	255,384,809	76.14%	0.20%
17	Special resolution number 2.1: Approval of non-executive directors' annual fees (2020/2021) Chairman	98.58%	1.42%	255,388,045	76.14%	0.20%
18	Special resolution number 2.2: Approval of non-executive directors' annual fees (2020/2021) Lead independent non-executive director (SA)	99.83%	0.17%	255,388,074	76.14%	0.20%
19	Special resolution number 2.3: Approval of non-executive directors' annual fees (2020/2021) Lead independent director (International) (AUD)	98.87%	1.13%	255,388,074	76.14%	0.20%
20	Special resolution number 2.4: Approval of non-executive directors' annual fees (2020/2021) Non-executive directors (SA)	99.83%	0.17%	255,388,074	76.14%	0.20%

21	Special resolution number 2.5: Approval of non-executive directors' annual fees (2020/2021) Non-executive directors (International) (AUD)	98.87%	1.13%	255,388,045	76.14%	0.20%
22	Special resolution number 2.6: Approval of non-executive directors' annual fees (2020/2021) Audit and risk committee chairman (International) (AUD)	99.83%	0.17%	255,388,074	76.14%	0.20%
23	Special resolution number 2.7: Approval of non-executive directors' annual fees (2020/2021) Audit and risk committee chairman (SA)	99.83%	0.17%	255,388,074	76.14%	0.20%
24	Special resolution number 2.8: Approval of non-executive directors' annual fees (2020/2021) Audit and risk committee member (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
25	Special resolution number 2.9: Approval of non-executive directors' annual fees (2020/2021) Audit and risk committee member (International) (AUD)	99.83%	0.17%	255,387,612	76.14%	0.20%
26	Special resolution number 2.10: Approval of non-executive directors' annual fees (2020/2021) Remuneration committee chairman (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
27	Special resolution number 2.11: Approval of non-executive directors' annual fees (2020/2021) Remuneration committee chairman (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
28	Special resolution number 2.12: Approval of non-executive directors' annual fees (2020/2021) Remuneration committee member (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
29	Special resolution number 2.13: Approval of non-executive directors' annual fees (2020/2021) Remuneration committee member (International) (AUD)	99.83%	0.17%	255,387,612	76.14%	0.20%
30	Special resolution number 2.14: Approval of non-executive directors' annual fees (2020/2021) Nominations committee chairman (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
31	Special resolution number 2.15: Approval of non-executive directors' annual fees (2020/2021) Nominations committee chairman (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
32	Special resolution number 2.16: Approval of non-executive directors' annual fees (2020/2021) Nominations committee member (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
33	Special resolution number 2.17: Approval of non-executive directors' annual fees (2020/2021) Nominations committee member (International) (AUD)	99.83%	0.17%	255,387,612	76.14%	0.20%
34	Special resolution number 2.18: Approval of non-executive directors' annual fees (2020/2021) Acquisitions committee chairman (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
35	Special resolution number 2.19: Approval of non-executive directors' annual fees (2020/2021) Acquisitions committee chairman (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
36	Special resolution number 2.20: Approval of non-executive directors' annual fees (2020/2021) Acquisitions committee member (SA)	99.83%	0.17%	255,354,483	76.13%	0.19%
37	Special resolution number 2.21: Approval of non-executive directors' annual fees (2020/2021) Acquisitions committee member (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
38	Special resolution number 2.22: Approval of non-executive directors' annual fees (2020/2021) Social and ethics committee chairman (SA)	99.83%	0.17%	255,387,612	76.14%	0.20%
39	Special resolution number 2.23: Approval of non-executive directors' annual fees (2020/2021) Social and ethics committee chairman (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
40	Special resolution number 2.24: Approval of non-executive directors' annual fees (2020/2021) Social and ethics committee member (SA)	99.83%	0.17%	255,387,641	76.14%	0.20%
41	Special resolution number 2.25: Approval of non-executive directors' annual fees (2020/2021) Social and ethics committee member (International) (AUD)	99.83%	0.17%	255,387,641	76.14%	0.20%
42	Special resolution number 2.26: Approval of non-executive directors' annual fees (2020/2021) Ad hoc meeting (SA)	99.98%	0.02%	255,387,612	76.14%	0.20%
43	Special resolution number 2.27: Approval of non-executive directors' annual fees (2020/2021) Ad hoc meeting (International) (AUD)	99.98%	0.02%	255,387,654	76.14%	0.20%

44	Special resolution number 2.28: Approval of non-executive directors' annual fees (2020/2021) Travel per meeting cycle (SA)	99.99%	0.01%	255,387,641	76.14%	0.20%
45	Special resolution number 2.29: Approval of non-executive directors' annual fees (2020/2021) Travel per meeting cycle (International) (AUD)	99.97%	0.03%	255,387,641	76.14%	0.20%
46	Special resolution number 3: General authority to provide financial assistance to related or inter-related companies and corporations	97.76%	2.24%	255,401,650	76.15%	0.19%

The special resolution(s) will, where necessary, be lodged for registration with the Companies and Intellectual Property Commission in due course.

Shareholders are further advised that due to ordinary resolutions numbers 4.1 and 4.2 relating to the non-binding advisory votes on the Company's remuneration policy and implementation report being voted against by more than 25% of the voting rights exercised, the Remuneration Committee will be extending an invitation to all shareholders to engage with the Company. Further details on the proposed shareholder engagements will be announced on SENS in due course.

Date: November 26<sup>th</sup> 2020

Johannesburg

Sponsor: The Standard Bank of South Africa Limited