

RAND MERCHANT INVESTMENT HOLDINGS LIMITED  
(Incorporated in the Republic of South Africa)  
(Registration number: 2010/005770/06)  
ISIN: ZAE000210688  
JSE ordinary share code: RMI  
("RMI" or "the company")

## REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING AND CHANGE OF REGISTERED OFFICE

### 1. Report on proceedings at the annual general meeting

At the tenth annual general meeting ("AGM" or "meeting") of the shareholders of RMI held on Thursday, 3 December 2020, all the ordinary and special resolutions proposed at the meeting were approved by the requisite majority of votes. In this regard, RMI confirms the voting statistics from the AGM as follows:

Resolutions	Votes cast disclosed as a percentage in relation to the total number of shares voted at the meeting		Number of shares voted	Shares voted disclosed as a percentage in relation to the total issued share capital*	Shares abstained disclosed as a percentage in relation to the total issued share capital*
	For	Against			
<b>Ordinary resolutions</b>					
Ordinary resolutions number 1.1 to 1.7:					
Re-election of directors					
1.1 Johan Petrus Burger	90.55%	9.45%	1 282 378 188	83.72%	0.02%
1.2 Lauritz Lanser Dippenaar	95.87%	4.13%	1 270 514 833	82.94%	0.79%
1.3 Paul Kenneth Harris	95.87%	4.13%	1 270 514 833	82.94%	0.79%
1.4 Albertinah Kekana	92.44%	7.56%	1 282 376 508	83.72%	0.02%
1.5 Matsotso Mamongae Mahlare	97.24%	2.76%	1 282 374 508	83.72%	0.02%
1.6 Obakeng Phetwe	96.28%	3.72%	1 282 374 508	83.72%	0.02%
1.7 James Andrew Teeger	96.88%	3.12%	1 282 376 508	83.72%	0.02%
Advisory endorsement of remuneration policy	80.50%	19.50%	1 282 097 937	83.70%	0.04%

Advisory endorsement of remuneration implementation report	80.10%	19.90%	1 282 352 254	83.71%	0.02%
Ordinary resolution number 2: Place 5% of the authorised ordinary shares under the control of the directors	94.70%	5.30%	1 282 376 508	83.72%	0.02%
Ordinary resolution number 3: General authority to issue ordinary shares for cash	75.94%	24.06%	1 282 377 436	83.72%	0.02%
Ordinary resolution number 4: Approval of re-appointment of auditor	95.63%	4.37%	1 270 513 153	82.94%	0.79%
Ordinary resolutions number 5.1 to 5.4:					
Appointment of the company's audit and risk committee members					
5.1 Johan Petrus Burger	98.24%	1.76%	1 282 376 508	83.72%	0.02%
5.2 Sonja Emilia Ncumisa de Bruyn	97.07%	2.93%	1 282 376 508	83.72%	0.02%
5.3 Per-Erik Lagerström	99.99%	0.01%	1 282 376 508	83.72%	0.02%
5.4 James Andrew Teeger	98.49%	1.51%	1 282 376 508	83.72%	0.02%
Ordinary resolution number 6: Signing authority	100.00%	0.00%	1 282 376 154	83.72%	0.02%
<b>Special resolutions</b>					
Special resolution number 1: Approval of non-executive directors' remuneration with effect from 1 December 2020	99.38%	0.62%	1 282 359 154	83.72%	0.02%
Special resolution number 2: General authority to repurchase company shares	99.61%	0.39%	1 282 365 397	83.72%	0.02%
Special resolution number 3: Issue of shares, convertible securities and/or options to persons listed in section 41(1) of the Companies Act for the purposes of their participation in a reinvestment option	97.81%	2.19%	1 282 377 436	83.72%	0.02%
Special resolution number 4: Financial assistance to directors, prescribed officers and employee share scheme beneficiaries	92.24%	7.76%	1 282 375 117	83.72%	0.02%

Special resolution number 5: Financial assistance to related and inter-related entities	99.60%	0.40%	1 282 377 436	83.72%	0.02%

*\*Total issued share capital is 1 531 807 770 ordinary shares.*

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

Reference was made at the AGM that a presentation on RMI's strategic design would be made available on RMI's website. The presentation is available on <https://www.rmih.co.za/investor-relations?section=financial-statements>

## 2. Change of registered office

RMI shareholders are advised that the company's registered office has changed to 12<sup>th</sup> Floor, The Bank, corner of Cradock and Tyrwhitt avenues, Rosebank, Johannesburg, 2196. The new postal address is Private Bag X1000, Saxonworld, 2132 and the switchboard number is +27 10 753 2430.

Sandton  
4 December 2020

Sponsor  
RAND MERCHANT BANK (A division of FirstRand Bank Limited)