

ASPEN PHARMACARE HOLDINGS LIMITED
 (Incorporated in the Republic of South Africa) ("Aspen Holdings")
 Registration number: 1985/002935/06
 Share code: APN
 ISIN: ZAE000066692
 LEI: 635400ZYSN1IRD5QWQ94
 and its subsidiaries (collectively "Aspen" or "the Group")

REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Shareholders are advised that, at the Annual General Meeting (AGM) of members held on Wednesday, 9 December 2020, a total of 351 392 591 or 76,98% of issued shares (456 451 541) were voted. All ordinary and special resolutions were passed by the requisite majority votes, except for the non-binding advisory votes relating to the endorsement of the remuneration policy and the implementation report. The full voting statistics from this AGM are confirmed to be as follows:

1 Ordinary resolution number 1: Presentation and adoption of Annual Financial Statements

For	Against	Abstain	Shares voted
349 680 982	334 111	1 377 498	350 015 093
99,90%	0,10%	0,30%	76,68%

2 Ordinary resolution number 2: Presentation and noting of the Social & Ethics Committee Report

For	Against	Abstain	Shares voted
349 973 766	39 559	1 379 266	350 013 325
99,99%	0,01%	0,30%	76,68%

3 Ordinary resolution number 3.1: Re-election of Linda de Beer retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
344 848 807	5 997 369	546 415	350 846 176
98,29%	1,71%	0,12%	76,86%

4 Ordinary resolution number 3.2: Re-election of Chris Mortimer retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
326 762 448	24 084 038	546 105	350 846 486
93,14%	6,86%	0,12%	76,86%

- 5 **Ordinary resolution number 3.3:** Re-election of David Redfern retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
348 856 994	1 989 492	546 105	350 846 486
99,43%	0,57%	0,12%	76,86%

- 6 **Ordinary resolution number 3.4:** Re-election of Sindi Zilwa retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
323 574 951	27 270 833	546 807	350 845 784
92,23%	7,77%	0,12%	76,86%

- 7 **Ordinary resolution number 4:** Appointment of Ernst & Young Inc. as independent external auditors

For	Against	Abstain	Shares voted
300 954 954	49 891 755	545 882	350 846 709
85,78%	14,22%	0,12%	76,86%

- 8 **Ordinary resolution number 5.1:** Election of Linda de Beer as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
347 527 110	3 319 066	546 415	350 846 176
99,05%	0,95%	0,12%	76,86%

- 9 **Ordinary resolution number 5.2:** Election of Ben Kruger as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
348 592 263	2 256 289	544 039	350 848 552
99,36%	0,64%	0,12%	76,86%

- 10 **Ordinary resolution number 5.3:** Election of Babalwa Ngonyama as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
343 739 465	7 106 319	546 807	350 845 784
97,97%	2,03%	0,12%	76,86%

- 11 **Ordinary resolution number 6:** Unissued shares placed under the control of directors (5%)

For	Against	Abstain	Shares voted
273 822 548	77 015 498	554 545	350 838 046
78,05%	21,95%	0,12%	76,86%

- 12 **Ordinary resolution number 7:** General but restricted authority for the directors to issue shares for cash (5%)

For	Against	Abstain	Shares voted
271 572 314	79 128 987	691 290	350 701 301
77,44%	22,56%	0,15%	76,83%

- 13 **Ordinary resolution number 8:** Authorisation for an Executive Director to sign necessary documents

For	Against	Abstain	Shares voted
349 530 402	1 316 665	545 524	350 847 067
99,62%	0,38%	0,12%	76,86%

- 14 **Non-binding advisory vote number 1:** Endorsement of the remuneration policy by way of a non-binding advisory vote

For	Against	Abstain	Shares voted
259 338 382	91 496 976	557 233	350 835 358
73,92%	26,08%	0,12%	76,86%

- 15 **Non-binding advisory vote number 2:** Remuneration implementation report

For	Against	Abstain	Shares voted
209 549 400	141 146 864	696 327	350 696 264
59,75%	40,25%	0,15%	76,83%

- 16 **Special resolution number 1.1a:** Remuneration of non-executive directors – Chairman

For	Against	Abstain	Shares voted
350 791 471	46 318	554 802	350 837 789
99,99%	0,01%	0,12%	76,86%

- 17 **Special resolution number 1.1b:** Remuneration of non-executive directors – Board Member

For	Against	Abstain	Shares voted
350 790 769	47 102	554 720	350 837 871
99,99%	0,01%	0,12%	76,86%

- 18 **Special resolution number 1.2a:** Remuneration of non-executive directors – Audit & Risk Committee Chairman

For	Against	Abstain	Shares voted
350 790 654	46 433	555 504	350 837 087
99,99%	0,01%	0,12%	76,86%

- 19 **Special resolution number 1.2b:** Remuneration of non-executive directors – Audit & Risk Committee Member

For	Against	Abstain	Shares voted
350 790 769	47 187	554 635	350 837 956
99,99%	0,01%	0,12%	76,86%

- 20 **Special resolution number 1.3a:** Remuneration of non-executive directors – Remuneration & Nomination Committee Chairman

For	Against	Abstain	Shares voted
350 791 638	46 233	554 720	350 837 871
99,99%	0,01%	0,12%	76,86%

- 21 **Special resolution number 1.3b:** Remuneration of non-executive directors – Remuneration & Nomination Committee Member

For	Against	Abstain	Shares voted
350 790 936	46 935	554 720	350 837 871
99,99%	0,01%	0,12%	76,86%

- 22 **Special resolution number 1.4a:** Remuneration of non-executive directors – Social & Ethics Committee Chairman

For	Against	Abstain	Shares voted
350 793 765	44 204	554 622	350 837 969
99,99%	0,01%	0,12%	76,86%

- 23 **Special resolution number 1.4b:** Remuneration of non-executive directors – Social & Ethics Committee Member

For	Against	Abstain	Shares voted
350 793 765	44 906	553 920	350 838 671
99,99%	0,01%	0,12%	76,86%

- 24 **Special resolution number 2:** Financial assistance to related or inter-related company

For	Against	Abstain	Shares voted
326 240 047	24 596 967	555 577	350 837 014
92,99%	7,01%	0,12%	76,86%

- 25 **Special resolution number 3:** General authority to repurchase shares

For	Against	Abstain	Shares voted
344 890 322	5 802 690	699 579	350 693 012
98,35%	1,65%	0,15%	76,83%

In view of the dissenting votes received in respect of the non-binding advisory votes on the remuneration policy and implementation report, the company invites shareholders who voted against these non-binding advisory votes to either confirm that further engagement about these aspects is sought or to make written submissions regarding their concerns on these aspects to the Company Secretary & Group Governance Officer, Riaan Verster (rverster@aspenpharma.com), by close of business on Friday, 29 January 2021. Meetings with these dissenting shareholders will be arranged, as appropriate, thereafter.

Durban

09 December 2020

Sponsor

Investec Bank Limited