

THE SPAR GROUP LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 1967/001572/06)
JSE Code: SPP
ISIN: ZAE000058517
("SPAR" or the "Company")

RESULTS OF ANNUAL GENERAL MEETING

SPAR shareholders ("Shareholders") are advised that at the annual general meeting ("AGM") of Shareholders held on Tuesday, 16 February 2021, the ordinary and special resolutions, as set out in the notice of AGM dated 14 December 2020, were approved by the requisite majority of Shareholders present or represented by proxy.

All resolutions proposed at the AGM, together with the percentage of shares abstained, as well as the percentage of votes carried for and against each resolution, are as follows:

Ordinary Business

1. Ordinary resolution number 1: Adoption of the annual financial statements of the Company

Shares Voted	Abstained	For	Against
146 130 082	0.20%	99.99%	0.01%
75.87%			

2. Ordinary resolution number 2: Appointment of Brett Botten as an executive director

Shares Voted	Abstained	For	Against
146 238 699	0.14%	99.02%	0.98%
75.93%			

3. Ordinary resolution number 3: Appointment of Graham O'Connor as a non-executive director

Shares Voted	Abstained	For	Against
146 239 162	0.14%	76.63%	23.37%
75.93%			

4. Ordinary resolution number 4: Re-election of Marang Mashologu as a non-executive director retiring by rotation

Shares Voted	Abstained	For	Against
146 240 252	0.14%	99.21%	0.79%
75.93%			

5. Ordinary resolution number 5: Re-election of PricewaterhouseCoopers Inc. as the independent external auditors of the Company and the appointment of Thomas Howatt as the independent designated auditor

Shares Voted	Abstained	For	Against
146 239 471	0.14%	99.99%	0.01%

75.93%			
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6. Re-election of the members of the Audit Committee

Ordinary resolution number 6.1: Re-election of Marang Mashologu, subject to the adoption of ordinary resolution number 4

Shares Voted	Abstained	For	Against
146 239 752	0.14%	99.70%	0.30%
75.93%			

Ordinary resolution number 6.2: Re-election of Harish Mehta

Shares Voted	Abstained	For	Against
146 239 752	0.14%	59.00%	41.00%
75.93%			

Ordinary resolution number 6.3: Re-election of Andrew Waller

Shares Voted	Abstained	For	Against
146 239 931	0.14%	96.39%	3.61%
75.93%			

7. Ordinary resolution number 7: Authority to issue shares for the purpose of share options

Shares Voted	Abstained	For	Against
146 239 378	0.14%	90.17%	9.83%
75.93%			

8. Ordinary resolution number 8: Authority to issue shares for the purpose of The SPAR Group Limited Conditional Share Plan

Shares Voted	Abstained	For	Against
146 239 378	0.14%	92.73%	7.27%
75.93%			

9. Ordinary resolution number 9: Non-binding advisory vote on SPAR's remuneration policy

Shares Voted	Abstained	For	Against
146 232 424	0.14%	90.49%	9.51%
75.92%			

10. Ordinary resolution number 10: Non-binding advisory vote on SPAR's remuneration implementation report

Shares Voted	Abstained	For	Against
146 232 424	0.14%	82.64%	17.36%

75.92%			
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Special Business

1. Special resolution number 1: Financial assistance to related or inter-related companies

Shares Voted	Abstained	For	Against
146 239 008	0.14%	90.77%	9.23%
75.93%			

2. Special resolution number 2: Non-executive directors' fees

Shares Voted	Abstained	For	Against
146 231 843	0.14%	99.65%	0.35%
75.92%			

Notes:

- Percentages of shares voted are calculated in relation to the total issued share capital of SPAR.
- Percentage of shares voted for and against are calculated in relation to the total number of shares voted for each resolution.
- Abstentions are calculated as a percentage in relation to the total issued share capital of SPAR.

Pinetown
16 February 2021

Sponsor
One Capital