

PEPKOR HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 2017/221869/06)
Share Code: PPH
Debt Code: PPHI
ISIN: ZAE000259479
("Pepkor" or "the Company")



RESULTS OF THE ANNUAL GENERAL MEETING

Shareholders and noteholders are hereby advised that at the annual general meeting of the Company held entirely by electronic communication at 09:00 a.m. today, Wednesday, 10 March 2021 ("**AGM**"), all of the resolutions placed before the meeting were passed by the requisite majorities of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

Resolutions proposed at the AGM	Votes for resolution as a percentage of total number of shares voted at AGM	Votes against resolution as a percentage of total number of shares voted at AGM	Number of shares voted at AGM	Number of shares voted at AGM as a percentage of shares in issue*	Number of shares abstained as a percentage of shares in issue*
Ordinary resolution number 1: Re-election of WYN Luhabe as a director who retires by rotation	99.29%	0.71%	3,523,786,174	96.11%	0.00%
Ordinary resolution number 2: Re-election of LJ du Preez as a director who retires by rotation	87.30%	12.70%	3,523,797,424	96.11%	0.00%
Ordinary resolution number 3: Re-election of JB Cilliers as a director who retires by rotation	WITHDRAWN				
Ordinary resolution number 4: Re-appointment of JB Cilliers as a member of the audit and risk committee	WITHDRAWN				

Ordinary resolution number 5: Re-appointment of F Petersen-Cook as a member of the audit and risk committee	99.96%	0.04%	3,523,794,174	96.11%	0.00%
Ordinary resolution number 6: Appointment of SH Müller as a member of the audit and risk committee	96.51%	3.49%	3,523,766,584	96.10%	0.00%
Ordinary resolution number 7: Re-appointment of Pricewaterhouse Coopers Inc. as the auditor	97.10%	2.90%	3,523,799,957	96.11%	0.00%
Ordinary resolution number 8: Non-binding advisory vote on Pepkor's remuneration policy	90.32%	9.68%	3,523,797,524	96.11%	0.00%
Ordinary resolution number 9: Non-binding advisory vote on Pepkor's implementation report on the remuneration policy	86.62%	13.38%	3,523,798,757	96.11%	0.00%
Special resolution number 1: Remuneration of non-executive directors					
Special resolution number 1.1: Chairman	99.39%	0.61%	3,523,796,612	96.11%	0.00%
Special resolution number 1.2: Lead independent director	99.39%	0.61%	3,510,656,958	95.75%	0.36%
Special resolution number 1.3: Board members	100%	0.00%	3,523,796,612	96.11%	0.00%

Special resolution number 1.4: Audit and risk committee chairman	100%	0.00%	3,523,713,314	96.10%	0.01%
Special resolution number 1.5: Audit and risk committee members	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.6: Human resources and remuneration committee chairman	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.7: Human resources and remuneration committee members	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.8: Social and ethics committee chairman	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.9: Social and ethics committee members	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.10: Nomination committee chairman	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.11: Nomination committee members	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.12: Non-scheduled extraordinary meetings	100%	0.00%	3,523,796,612	96.11%	0.00%
Special resolution number 1.13: Director approved by Prudential Authority	99.81%	0.19%	3,523,796,612	96.11%	0.00%

Special resolution number 2: Inter-company financial assistance	98.25%	1.75%	3,523,797,612	96.11%	0.00%
Special resolution number 3: General authority to repurchase shares issued by the company	98.74%	1.26%	3,523,796,868	96.11%	0.00%

Note:

*Total number of shares in issue as at the date of the AGM was 3,666,585,675.

Parow
10 March 2021

Equity Sponsor

PSG Capital



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Debt Sponsor

Rand Merchant Bank (A division of FirstRand Bank Limited)

