

Sanlam Limited
(Incorporated in the Republic of South Africa)
Registration number 1959/001562/06
JSE share code: SLM
NSX share code: SLA
A2X share code: SLM
ISIN: ZAE000070660
("Sanlam" or the "Company")

Results of the Sanlam Annual General Meeting - 2021

Shareholders are advised that the special and ordinary resolutions proposed in the notice to shareholders dated 19 March 2021 were (except for ordinary resolution 8.2) passed by the requisite majority of votes of shareholders present in person or represented by proxy at the 23rd annual general meeting held on Wednesday, 09 June 2021 at 14:00 ("**Annual General Meeting**"). Please refer to the invitation at the bottom of this notice for an invitation to provide inputs on the 2020 Remuneration Implementation Report.

As at Friday, 28 May 2021, being the Annual General Meeting record date ("**Voting Record Date**"), the total number of Sanlam ordinary shares of 1 cent each in issue was 2 226 974 408 ("**Sanlam Issued Ordinary Shares**").

The Sanlam ordinary shares eligible to vote by being present through electronic communication in person or by submitting proxies was 1 641 650 631 being 73.72% of Sanlam Issued Ordinary Shares.

The voting details with respect to the proposed resolutions were as follows:

1. Ordinary Resolution No 1 – Presenting the Sanlam Annual Reporting (incorporating the Integrated Report, Corporate Governance Report, Remuneration Report and Annual Financial Statements) for the year ended 31 December 2020

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
98.96	1.04	1,638,799,811	73.59	0.13

2. Ordinary Resolution No 2 – Re-appointment of Ernst & Young Inc. as independent auditors for the 2021 financial year with Mr C du Toit as the individual and designated auditor

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
72.75	27.25	1,639,546,948	73.62	0.09

3. Ordinary Resolution No 3 – Appointment of KPMG Inc. as joint independent auditors with effect from the 2021 financial year

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
99.75	0.25	1,639,546,938	73.62	0.09

4. Ordinary Resolution No 4 - Appointment of director

	Total Ordinary Shares voted				Ordinary Shares abstained
Director	For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
4.1 NAS Kruger	99.67	0.33	1,639,542,389	73.62	0.09

5. Ordinary Resolution No 5 – Re-election of directors

	Total Ordinary Shares voted				Ordinary Shares abstained
Director	For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
5.1 M Mokoka	96.71	3.29	1,633,287,660	73.34	0.38
5.2 KT Nondumo	94.35	5.65	1,639,539,103	73.62	0.09
5.3 J van Zyl	78.65	21.35	1,626,555,034	73.04	0.68

6. Ordinary Resolution No 6 – Re-election of executive directors

	Total Ordinary Shares voted				Ordinary Shares abstained
Director	For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
6.1 PB Hanratty	96.28	3.72	1,639,545,803	73.62	0.09
6.2 AM Mukhuba	95.66	4.34	1,639,538,730	73.62	0.09

7. Ordinary Resolution No 7 – Election of the members of Sanlam Audit, Actuarial and Finance Committee (“Audit Committee”)

	Total Ordinary Shares voted				Ordinary Shares abstained
Directors	For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
7.1 AS Birrell	99.73	0.27	1,633,290,604	73.34	0.38
7.2 NAS Kruger	99.87	0.13	1,639,542,379	73.62	0.09
7.3 M Mokoka	97.33	2.67	1,633,287,845	73.34	0.38
7.4 JP Möller	81.25	18.75	1,633,287,445	73.34	0.38
7.5 KT Nondumo	99.74	0.26	1,632,802,778	73.32	0.40

8. Ordinary Resolution No 8 – Advisory vote on the Company’s remuneration policy and the remuneration implementation report

	Total Ordinary Shares voted				Ordinary Shares abstained
	For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
8.1 Remuneration policy	89.28	10.72	1,639,544,642	73.62	0.09
8.2 Remuneration implementation report	73.92	26.08	1,638,100,029	73.56	0.16

9. Ordinary Resolution No 9 – To note the total amount of non-executive directors’ and executive directors’ remuneration for the financial year ended 31 December 2020

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
100.00	0.00	1,639,436,606	73.62	0.10

10. Ordinary Resolution No 10 – To place unissued ordinary shares under the control of the directors

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
94.67	5.33	1,639,546,326	73.62	0.09

11. Ordinary Resolution No 11 – General authority to issue shares for cash

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
94.60	5.40	1,639,545,862	73.62	0.09

12. Ordinary Resolution No 12 – To authorise any director of the Company and, where applicable, the secretary of the Company (“Company Secretary”), to implement the aforesaid ordinary resolutions and the undermentioned special resolutions

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
99.96	0.04	1,639,542,627	73.62	0.09

13. Special Resolution No 1 – Approval of the non-executive directors’ remuneration for their services as directors

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
98.95	1.05	1,639,542,478	73.62	0.09

14. Special Resolution No 2 – Authority to the Company or a subsidiary of the Company to acquire the Company’s securities

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
99.15	0.85	1,639,436,589	73.62	0.10

15. Special Resolution No 3 – General authority to provide financial assistance in terms of section 44 of the Companies Act

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
98.96	1.04	1,639,543,115	73.62	0.09

16. Special Resolution No 4 – General authority to provide financial assistance in terms of section 45 of the Companies Act

Total Ordinary Shares voted				Ordinary Shares abstained
For (%) ⁽¹⁾	Against (%) ⁽¹⁾	Number	% ⁽²⁾	% ⁽²⁾
98.45	1.55	1,639,545,431	73.62	0.09

- (1) Expressed as a percentage of Sanlam voteable ordinary shares for each resolution.
(2) Expressed as a percentage of 2 226 974 408 Sanlam ordinary shares in issued as at the Voting Record Date.

INVITATION TO SHAREHOLDERS TO PROVIDE INPUTS ON THE 2020 REMUNERATION IMPLEMENTATION REPORT

Shareholders of Sanlam are further advised that due to ordinary resolution number 8.2 (relating to the non-binding advisory vote on the Company's 2020 Remuneration Implementation Report) being voted against by 26,08% of shareholders present in person or represented by proxy at the AGM an invitation is extended to such dissenting shareholders to engage with the Company as follows:

- 1) All dissenting shareholders to furnish their written concerns on the 2020 Remuneration Implementation Report (that was the subject matter of the aforementioned ordinary resolution 8.2) to the Head of Group Reward (Julia.Fourie@sanlam.co.za) by no later than close of business on Wednesday, 23 June 2021.
- 2) The chair of the Group Human Resources and Remuneration Committee together with the Company's management, will arrange appropriate and individual engagements with such dissenting shareholders by no later than Wednesday, 14 July 2021 to discuss the concerns raised.

Group Company Secretary
Sana-Ullah Bray
Sana-ullah.bray@sanlam.co.za

Bellville
11 June 2021

Sponsor
The Standard Bank South Africa Limited