

Ellies Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2007/007084/06)
JSE share code: ELI ISIN: ZAE000103081
("Ellies" or "the Company")

Results of General Meeting

Ellies shareholders ("Shareholders") are referred to the announcement released on the Stock Exchange News Service ("SENS") on 6 July 2021, in which they were advised that Ellies has entered into an agreement with Imvula Education Empowerment Fund Trust ("Imvula"), a Broad-Based Black Economic Empowerment partner, in terms of which Ellies will issue and Imvula will subscribe for 185 242 070 new ordinary shares of no par value ("Subscription Shares") to Imvula and other related matters, ("the Proposed B-BBEE Transaction"). The Subscription Shares will be issued at an issue price per ordinary share of 10 cents per share for total cash consideration of R18 524 207,00.

Full details of the Proposed B-BBEE Transaction were set out in the Circular published and distributed on Tuesday, 10 August 2021, ("the Circular"), and incorporating details of the General Meeting of Shareholders for purposes of approving (with or without modification) the relevant resolutions to be proposed thereat.

Capitalised terms used in this announcement that are not otherwise defined, bear the meanings ascribed to them in the Circular.

Shareholders are advised that at the General Meeting of Shareholders held today, Wednesday, 8 September 2021, held entirely by electronic communication, all the resolutions required to be passed in order to approve the Proposed B-BBEE Transaction were passed with overwhelming support from the Shareholders.

The details of voting results for the proposed resolutions were as follows:

Total number of Ellies shares entitled to vote is 620 158 235, net of treasury shares.
Total number of Ellies shares that were represented at the General Meeting: 169 052 695, representing 27% of the total number of Ellies shares that could have been voted at the General Meeting.

Resolutions	For	Against	Abstained, in relation to total shares in issue	Shares voted
SPECIAL RESOLUTION NUMBER 1 – Share Increase				
Number of shares	165,913,292	2,212,503	926,900	168,125,795
Percentage	98.68%	1.32%	0.15%	27.11%
ORDINARY RESOLUTION NUMBER 1 – Approval of the Specific Issue				

Number of shares	165,959,792	2,164,501	928,402	168,124,293
Percentage	98.71%	1.29%	0.15%	27.11%
ORDINARY RESOLUTION NUMBER 2 – Pre-approval of the B-BBEE Spend				
Number of shares	167,011,792	1,178,003	862,900	168,189,795
Percentage	99.30%	0.70%	0.14%	27.12%
SPECIAL RESOLUTION NUMBER 2 – Specific Authority to repurchase the Subscription Shares from the Subscriber pursuant to the Call Option				
Number of shares	165,931,470	2,166,323	954,902	168,097,793
Percentage	98.71%	1.29%	0.15%	27.11%
SPECIAL RESOLUTION NUMBER 3 – Specific authority to repurchase the Subscription Shares from the Subscriber pursuant to the Pre-Emptive Right				
Number of shares	166,667,971	1,301,322	1,083,402	167,969,293
Percentage	99.23%	0.77%	0.17%	27.08%
ORDINARY RESOLUTION NUMBER 3 – Authority of Directors				
Number of shares	165,827,852	2,164,501	1,060,342	167,992,353
Percentage	98.71%	1.29%	0.17%	27.09%

Johannesburg
8 September 2021

Corporate Advisor to Ellies: Khanda Capital Proprietary Limited

Transaction Sponsor to Ellies: Deloitte & Touche Sponsor Services Proprietary Limited

Legal Advisor to Ellies: Baker & McKenzie Incorporated

Joint Transaction Advisor to Invula: CapitalGate Proprietary Limited

Joint Transaction Advisor to Invula: Agilequity Proprietary Limited