

# SENS ANNOUNCEMENT



Nampak Limited  
Registration Number: 1968/008070/06  
(Incorporated in the Republic of South Africa)  
Share Code: NPK ISIN: ZAE 000071676  
Share Code: NPP1 ISIN: ZAE000004966  
Share Code: NPKP ISIN: ZAE000004958  
LEI: 3789003820EC27C76729  
("Nampak" or "the Company")

## RESULTS OF THE ANNUAL GENERAL MEETING OF NAMPAK LIMITED

### Results of the annual general meeting held on 16 February 2022

Nampak shareholders are advised that the results of the business conducted at the annual general meeting held entirely virtually on Wednesday, 16 February 2022, are as follows:

- On Friday, 4 February 2022, the record date of the annual general meeting, the total number of Nampak shares in issue was 690 474 523 of which 645 754 736 (excluding the treasury shares) were eligible to vote.
  - The total number of shares that were present in person or by proxy at the annual general meeting of the total number of Nampak shares that could have been voted was 441 936 269 being 68%.
1. The consolidated audited annual financial statements of the Company and the Group, including the reports of the directors, external auditors, the Audit and Risk Committee and the Social, Ethics and Transformation Committee for the financial year ended 30 September 2021 were presented.
  2. Ordinary resolution number 1: Election of retiring directors - re-election of SP Ridley:

For	Against	Abstain	Shares voted
99.97%	0.03%	0.26%	67.33%

3. Ordinary resolution number 2: Election of retiring directors - re-election of LJ Sennelo:

For	Against	Abstain	Shares voted
97.68%	2.32%	0.30%	67.28%

4. Ordinary resolution number 3: Appointment of external auditors - appointment of Deloitte & Touche to act as independent external auditor of the Company until the end of the next annual general meeting:

For	Against	Abstain	Shares voted
93.67%	6.33%	0.26%	67.32%

5. Ordinary resolution number 4: Appointment of members of the Audit and Risk Committee - appointment of N Khan:

For	Against	Abstain	Shares voted
97.47%	2.53%	0.30%	67.28%

6. Ordinary resolution number 5: Appointment of members of the Audit and Risk Committee - appointment of KW Mzondeki:

For	Against	Abstain	Shares voted
99.94%	0.06%	0.30%	67.28%

7. Ordinary resolution number 6: Appointment of members of the Audit and Risk Committee - appointment of SP Ridley:

For	Against	Abstain	Shares voted
92.25%	7.75%	0.30%	67.28%

8. Ordinary resolution number 7: Appointment of members of the Audit and Risk Committee - appointment of LJ Sennelo:

For	Against	Abstain	Shares voted
92.22%	7.78%	0.30%	67.28%

9. Non-binding advisory vote number 1: To endorse on an advisory basis the Company's remuneration policy:

For	Against	Abstain	Shares voted
71.27%	28.73%	1.91%	65.67%

10. Non-binding advisory vote number 2: To endorse on an advisory basis the implementation report of the Company's remuneration policy:

For	Against	Abstain	Shares voted
72.17%	27.83%	1.91%	65.67%

11. Special resolution number 1: Approval of non-executive directors' remuneration:

For	Against	Abstain	Shares voted
99.38%	0.62%	1.95%	65.63%

12. Special resolution number 2: Financial assistance in terms of section 45 of the Companies Act to any related or inter-related company or corporation of the Company:

For	Against	Abstain	Shares voted
99.90%	0.10%	1.91%	65.68%

13. Special resolution number 3: Financial assistance in terms of section 45 of the Companies act to directors or prescribed officers of the Company or of a related or inter-related company in connection with Nampak's existing share schemes:

For	Against	Abstain	Shares voted
95.88%	4.12%	1.85%	65.73%

14. Special resolution number 4: Financial assistance in terms of section 44 of the Companies Act to directors or prescribed officers of the Company or of a related or inter-related company in connection with Nampak's existing share schemes:

For	Against	Abstain	Shares voted
95.99%	4.01%	1.84%	65.74%

15. Special resolution number 5: General authority to repurchase Company shares:

For	Against	Abstain	Shares voted
96.07%	3.93%	0.31%	67.27%

16. Special resolution number 6: Company acquiring the Company's shares from a director or prescribed officer:

For	Against	Abstain	Shares voted
97.66%	2.34%	0.29%	67.29%

As a result of 28.73% of shareholders voting against resolution number 8 at our annual general meeting, Nampak extends an invitation to all

dissenting shareholders, in order to address their concerns on the remuneration policy. Shareholders are requested to provide their reasons for voting against resolution 8, as well as their concerns with the remuneration policy in writing to the chairperson of the remuneration committee, Mr Clifford Raphiri by emailing the Company Secretary at ilse.vanlochem@nampak.com by no later than close of business on Thursday, 31 March 2022.

As a result of 27.83% of shareholders voting against resolution number 9 at our annual general meeting, Nampak extends an invitation to all dissenting shareholders, in order to address their concerns on the implementation report of the Company's remuneration policy. Shareholders are requested to provide their reasons for voting against resolution 9, as well as their concerns with the implementation report in writing to the chairperson of the remuneration committee, Mr Clifford Raphiri by emailing the Company Secretary ilse.vanlochem@nampak.com by no later than close of business on Thursday, 31 March 2022.

Nampak welcomes further engagement on these issues and, based on the feedback received, will schedule individual meetings with the relevant shareholders.

Bryanston  
17 February 2022  
Sponsor:  
UBS South Africa (Pty) Ltd