

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, Thursday, 10 March 2022 ("**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 TL de Klerk as a director who retires by rotation	90.50%	9.50%	3 238 947 419	87.32%	0.00%
Ordinary resolution number 2: Re-election of WYN Luhabe as a director who retires by rotation	98.39%	1.61%	3 238 948 336	87.32%	0.00%
Ordinary resolution number 3: Re-election of SH Müller as a director who retires by rotation	97.46%	2.54%	3 238 947 419	87.32%	0.00%

Ordinary resolution number 4: Re-election of F Petersen-Cook as a director who retires by rotation	99.94%	0.06%	3 238 947 419	87.32%	0.00%
Ordinary resolution number 5: Appointment of P Disberry as a director of the Company	99.98%	0.02%	3 238 947 419	87.32%	0.00%
Ordinary resolution number 6: Appointment of HH Hickey as a director of the Company	99.78%	0.22%	3 238 947 419	87.32%	0.00%
Ordinary resolution number 7: Appointment of ZN Malinga as a director of the Company	99.97%	0.03%	3 238 939 336	87.32%	0.00%
Ordinary resolution number 8: Appointment of IM Kirk as a director of the Company	99.98%	0.02%	3 238 947 419	87.32%	0.00%
Ordinary resolution number 9: Appointment of LI Mophatlane as a director of the Company	99.97%	0.03%	3 238 939 336	87.32%	0.00%
Ordinary resolution number 10: Appointment of PJ Erasmus as a director of the Company	99.41%	0.59%	3 238 950 713	87.32%	0.00%
Ordinary resolution number 11: Re-appointment of S Müller as a member of the audit and risk committee	97.39%	2.61%	3 238 947 219	87.32%	0.00%

Ordinary resolution number 12: Re-appointment of F Petersen-Cook as a member of the audit and risk committee	99.94%	0.06%	3 238 947 219	87.32%	0.00%
Ordinary resolution number 13: Appointment of HH Hickey as a member of the audit and risk committee	99.78%	0.22%	3 238 947 219	87.32%	0.00%
Ordinary resolution number 14: Appointment of ZN Malinga as a member of the audit and risk committee	99.98%	0.02%	3 238 948 136	87.32%	0.00%
Ordinary resolution number 15: Re-appointment of PwC Inc. as the auditor	96.12%	3.88%	3 238 951 630	87.32%	0.00%
Ordinary resolution number 16: Non-binding advisory vote on Pepkor's remuneration policy	91.35%	8.65%	2 932 808 850	79.07%	8.26%
Ordinary resolution number 17: Non-binding advisory vote on Pepkor's implementation report on the remuneration policy	92.81%	7.19%	2 932 798 245	79.07%	8.26%
Special resolution number 1: Remuneration of non-executive directors					
Special resolution number 1.1: Chairman	99.97%	0.03%	3 238 958 400	87.32%	0.00%
Special resolution number 1.2: Lead independent director	99.97%	0.03%	3 238 960 900	87.32%	0.00%

Special resolution number 1.3: Board members	99.97%	0.03%	3 238 959 106	87.32%	0.00%
Special resolution number 1.4: Audit and risk committee chairman	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.5: Audit and risk committee members	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.6: Human resources and remuneration committee chairman	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.7: Human resources and remuneration committee members	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.8: Social and ethics committee chairman	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.9: Social and ethics committee members	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.10: Nomination committee members	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.11: Investment committee chairman	99.97%	0.03%	3 238 958 106	87.32%	0.00%
Special resolution number 1.12: Investment committee members	99.97%	0.03%	3 238 958 106	87.32%	0.00%

Special resolution number 1.13: Non-scheduled extraordinary meetings	99.97%	0.03%	3 238 959 106	87.32%	0.00%
Special resolution number 1.14: Director approved by Prudential Authority	99.97%	0.03%	3 238 959 106	87.32%	0.00%
Special resolution number 2: Inter-company financial assistance	99.58%	0.42%	3 238 942 230	87.32%	0.00%
Special resolution number 3: General authority to repurchase shares issued by the company	98.40%	1.60%	3 238 933 095	87.32%	0.00%

Note:

*Total number of shares in issue as at 4 March 2022, being the record date to be eligible to vote at the AGM was 3 709 095 094.

Stellenbosch
10 March 2022

Equity Sponsor

PSG Capital



Debt Sponsor

Rand Merchant Bank (A division of FirstRand Bank Limited)

