

Steinhoff International Holdings N.V.

(Incorporated in the Netherlands)

(Registration number: 63570173)

Share Code: SNH

ISIN: NL0011375019

RESULTS OF THE GENERAL MEETING

Shareholders are hereby advised that at the hybrid annual general meeting of Steinhoff International Holdings N.V. ("**Steinhoff**" or the "**Company**") held at 13:00 CET on 25 March 2022 at Muziekgebouw aan 't IJ, Piet Heinkade 1, 1019 BR Amsterdam, the Netherlands, as well as via webcast accessible on the Company's website (www.steinhoffinternational.com) (the "**AGM**"), the following resolutions proposed in the notice of meeting made available to shareholders on the Company's website on 11 February 2022 were passed by the requisite majority of votes cast by the Steinhoff shareholders present or represented at the AGM:

- (i) the resolution to adopt the annual accounts for the financial year ended 30 September 2021 (agenda item 4.4);
- (ii) the resolution to re-appoint Mr. Louis du Preez as a Managing Director (agenda item 6.1);
- (iii) the resolution to re-appoint Mr. Theodore de Klerk as a Managing Director (agenda item 6.2);
- (iv) the resolution to re-appoint Ms. Moira Moses as a Supervisory Director (agenda item 7.1);
- (v) the resolution to re-appoint Mr. Paul Copley as a Supervisory Director (agenda item 7.2);
- (vi) the resolution to re-appoint Dr. Hugo Nelson as a Supervisory Director (agenda item 7.3);
- (vii) the resolution to re-appoint Ms. Alexandra Watson as a Supervisory Director (agenda item 7.4);
- (viii) the resolution to authorise the Management Board in order for the Company to acquire Shares in connection with the Company's long-term incentive plan (agenda item 10.1);
- (ix) the resolution to authorise the Management Board in order for the Company to acquire Shares for other purposes (agenda item 10.2); and
- (x) the resolution to appoint Mazars Accountants N.V. as statutory audit firm for the financial years ending on 30 September 2022 and 30 September 2023, respectively (agenda item 11).

Number of shares present or represented: 830,384,564 (this includes votes abstained, as per the below)

% of issued share capital: 19.63%**

The detailed voting results of the AGM are set out below:

	Number of votes for resolution (%) *	Number of votes against resolution (%) *	Number of shares voted for and against at the AGM	Number of shares voted for and against at the AGM as a percentage (%) of shares in issue as at Record Date **	Number of votes abstained ***
Agenda Item 4.4: Proposal to adopt the annual accounts for the financial year ended 30 September 2021	785,256,457 (95.28%)	38,878,750 (4.72%)	824,135,207	19.49%	5,745,257

Agenda Item 5.1: Proposal for limited release from liability of the Managing Directors of the Company for their management of the Company	410,149,396 (49.88%)	412,042,928 (50.12%)	822,192,324	19.44%	7,688,140
Agenda Item 5.2: Proposal for limited release from liability of the Supervisory Directors for their supervision of the Company	408,698,346 (49.71%)	413,490,578 (50.29%)	822,188,924	19.44%	7,691,540
Agenda Item 6.1: Proposal to re-appoint Mr. Louis du Preez as a Managing Director	786,018,516 (95.29%)	38,874,463 (4.71%)	824,892,979	19.50%	4,987,484
Agenda Item 6.2: Proposal to re-appoint Mr. Theodore de Klerk as a Managing Director	819,200,682 (99.31%)	5,717,718 (0.69%)	824,918,400	19.50%	4,962,063
Agenda Item 7.1: Proposal to re-appoint Ms. Moira Moses as a Supervisory Director	776,041,732 (98.68%)	10,370,529 (1.32%)	786,412,261	18.59%	5,102,825
Agenda Item 7.2: Proposal to re-appoint Mr. Paul Copley as a Supervisory Director	786,011,753 (99.93%)	514,849 (0.07%)	786,526,602	18.60%	4,988,484
Agenda Item 7.3: Proposal to re-appoint Dr. Hugo Nelson as a Supervisory Director	711,751,879 (90.49%)	74,774,723 (9.51%)	786,526,602	18.60%	4,988,484
Agenda Item 7.4: Proposal to re-appoint Ms. Alexandra Watson as a Supervisory Director	786,008,078 (99.93%)	512,524 (0.07%)	786,520,602	18.60%	4,994,484
Agenda Item 8.1: Proposal to cast an advisory vote in respect of the remuneration report for the financial year ended 30 September 2021	286,926,452 (34.87%)	535,870,880 (65.13%)	822,797,332	19.45%	7,083,131
Agenda Item 8.2: Proposal to amend the remuneration policy applicable to Managing Directors	366,941,810 (44.61%)	455,606,094 (55.39%)	822,547,904	19.45%	7,332,559

Agenda Item 9: Proposal to approve an amended share plan for Managing Directors	398,499,001 (48.49%)	423,372,247 (51.51%)	821,871,248	19.43%	8,009,215
Agenda Item 10.1: Proposal to authorise the Management Board in order for the Company to acquire Shares in connection with the Company's long-term incentive plan	413,623,553 (50.27%)	409,193,318 (49.73%)	822,816,871	19.45%	7,063,592
Agenda Item 10.2: Proposal to authorise the Management Board in order for the Company to acquire Shares for other purposes	751,112,087 (91.28%)	71,740,644 (8.72%)	822,852,731	19.46%	7,027,732
Agenda Item 10.3: Proposal to authorise the Management Board to issue (or grant rights to subscribe for) Shares and to limit or exclude shareholders' pre-emption rights in connection with the Company's long-term incentive plan	323,361,926 (39.31%)	499,172,819 (60.69%)	822,534,745	19.45%	7,345,718
Agenda Item 10.4: Proposal to authorise the Management Board to issue (or grant rights to subscribe for) Shares and to limit or exclude shareholders' pre-emption rights for shareholders for other purposes	238,427,919 (28.99%)	583,977,448 (71.01%)	822,405,367	19.44%	7,475,096
Agenda Item 10.5: Proposal to authorise the Management Board to issue (or grant rights to subscribe for) Shares with pre-emption rights for shareholders for other purposes	411,052,042 (49.98%)	411,363,724 (50.02%)	822,415,766	19.45%	7,464,697
Agenda Item 11: Proposal to appoint Mazars Accountants N.V. as statutory audit firm for the financial years ending on 30 September 2022 and 30 September 2023, respectively	786,035,423 (99.93%)	534,570 (0.07%)	786,569,993	18.60%	43,310,470

Notes:

* -- In relation to the total number of shares voted at the AGM only the 'for' and 'against' votes are counted and together add up to 100%. A 'vote abstained' is not considered to be a vote in law and will therefore not be counted in the calculation of the proportion of the votes 'for' and 'against' a resolution.

** -- Excluding treasury shares held by certain Steinhoff subsidiaries in aggregate of 40,186,472 shares.

*** -- Only active abstentions are counted. Votes that were not cast at the meeting, are not included.

The Company has a primary listing on the Frankfurt Stock Exchange and a secondary listing on the JSE Limited.

Stellenbosch, South Africa

28 March 2022

JSE Sponsor: PSG Capital