

Mpact Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 2004/025229/06)  
JSE share code: MPT ISIN: ZAE000156501  
("Mpact" or "the Company")

## REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

At the Annual General Meeting ("AGM") of the Shareholders of Mpact held on Thursday, 02 June 2022, all the Ordinary resolutions proposed were approved by the requisite majority of votes. The Special resolutions and the Non-binding advisory votes 1 and 2 did not obtain the requisite number of votes.

Mpact confirms the voting statistics from the AGM as follows:

| Resolutions   | Votes cast disclosed as a percentage in relation to the total number of shares voted at the AGM |         | Number of shares voted | Shares voted disclosed as a percentage in relation to the total issued shares* | Shares abstained disclosed as a percentage in relation to the total issued shares* |
|---|---|---------|------------------------|--|--|
|   | For   | Against |                        |  |  |
| Ordinary resolution 1. Adoption of the Annual Financial Statements                      | 62.54%  | 37.46%  | 134,293,841            | 90.63%   | 0.29%  |
| Ordinary resolution 2.1 Rotation of Non-Executive Director's: Election of DG Wilson     | 100.00%   | 0.00%   | 134,515,475            | 90.78%   | 0.14%  |
| Ordinary resolution 2.2 Rotation of Non-Executive Director's: Re-election of TDA Ross   | 56.50%  | 43.50%  | 134,515,475            | 90.78%   | 0.14%  |
| Ordinary resolution 2.3 Rotation of Non-Executive Director's: Re-election of M Makanjee | 100.00%   | 0.00%   | 134,515,475            | 90.78%   | 0.14%  |
| Ordinary resolution 3.1 Election of DG Wilson as Audit & Risk Committee members         | 100.00%   | 0.00%   | 134,515,475            | 90.78%   | 0.14%  |
| Ordinary resolution 3.2 Election of TDA Ross as Audit & Risk Committee members          | 55.55%  | 44.45%  | 134,515,475            | 90.78%   | 0.14%  |
| Ordinary resolution 3.3 Election of NP Dongwana as Audit and Risk Committee member      | 93.26%  | 6.74%   | 134,515,475            | 90.78%   | 0.14%  |

|   |         |        |             |        |       |
|---|---------|--------|-------------|--------|-------|
| Ordinary resolution 3.4<br>Election of PCS Luthuli<br>as Audit and Risk<br>Committee member   | 99.99%  | 0.01%  | 134,517,125 | 90.78% | 0.14% |
| Ordinary resolution 4:<br>Re-appointment of<br>Deloitte & Touche as<br>auditors               | 93.04%  | 6.96%  | 134,517,125 | 90.78% | 0.14% |
| Ordinary resolution 5:<br>Authority to implement<br>resolutions                               | 100.00% | 0.00%  | 134,298,260 | 90.63% | 0.28% |
| Non-binding advisory vote<br>1: Advisory vote on the<br>remuneration policy                   | 55.88%  | 44.12% | 134,516,198 | 90.78% | 0.14% |
| Non-binding advisory vote<br>2: Advisory vote on the<br>remuneration<br>implementation report | 55.95%  | 44.05% | 134,514,548 | 90.78% | 0.14% |
| Special resolution 1:<br>General authority to<br>repurchase shares                            | 62.53%  | 37.47% | 134,498,593 | 90.77% | 0.15% |
| Special resolution 2:<br>General authority to<br>provide financial<br>assistance              | 61.75%  | 38.25% | 134,517,125 | 90.78% | 0.14% |
| Special resolution 3:<br>Non-executive directors'<br>remuneration                             | 62.60%  | 37.40% | 134,509,625 | 90.78% | 0.14% |

- \*Total number of shares in issue 148,175,363
- Total number of shares represented  
(including proxies) at the Annual  
General Meeting 134,719,744
- Proportion of total voteable shares  
represented at the Annual General  
Meeting 90.92%

#### Notes:

Shareholders are advised that the Non-binding advisory votes 1 and 2 (the remuneration policy and the remuneration implementation report, respectively), and the three special resolutions did not receive the required 75% approval from Mpact's shareholders present in person or represented by proxy at the AGM.

The special resolutions which did not pass will not materially affect the Company at this time. The general authority to provide financial assistance to subsidiaries and other related and inter-related entities in terms of sections 44 and 45 of the Companies Act was granted to the Company at its previous AGM held on 3 June 2021 and remains valid for two years after its adoption. The Company will

continue to rely on such authority until 3 June 2023 and will therefore be able to continue with its normal day-to-day business and financing operations.

Special resolution 3 regarding non-executive directors' remuneration did not receive the required 75% approval. The non-executive directors of the Company have confirmed that, at this stage, they will continue to serve on the Board without being remunerated while the requisite shareholder consultations are conducted.

The Board is committed to engaging with shareholders regarding these matters and invites shareholders to engage with the Company in the following manner:

1. Shareholders are invited to forward their questions on the remuneration policy and the remuneration implementation report to the Group Company Secretary in writing to [cosec@mpact.co.za](mailto:cosec@mpact.co.za) by close of business on Monday, 13 June 2022.
2. We value the opportunity to engage with shareholders to understand and address their questions and will schedule a meeting with these shareholders at a suitable date and time.

Melrose Arch  
02 June 2022

Sponsor  
The Standard Bank of South Africa Limited

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