

**PSG KONSULT LIMITED**

(Incorporated in the Republic of South Africa)

Registration Number: 1993/003941/06

JSE Share Code: KST

NSX Share Code: KFS

SEM Share Code: PSGK.N0000

ISIN: ZAE000191417

LEI: 378900ECF3D86FD28194

("PSG Konsult" or "the Company")




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**RESULTS OF THE ANNUAL GENERAL MEETING AND CHANGE TO THE BOARD**


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Shareholders are hereby advised that at the annual general meeting of the Company held at 12:00 p.m. today, Monday, 11 July 2022 via electronic communication ("AGM"), all of the resolutions were passed by the requisite majorities of the Company's shareholders.

Details of the results of the voting at the AGM are as follows:

<b>Resolutions proposed at the AGM</b>	<b>Votes for resolution as a percentage of total number of shares voted at AGM</b>	<b>Votes against resolution as a percentage of total number of shares voted at AGM</b>	<b>Number of shares voted at AGM</b>	<b>Number of shares voted at AGM as a percentage of shares in issue*</b>	<b>Number of shares abstained as a percentage of shares in issue*</b>
Ordinary resolution number 1: To re-elect Mr ZL Combi as a director	100.00%	0.00%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 2: To re-elect Mr W Theron as a director	99.36%	0.64%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 3: To re-appoint Mr PE Burton as a member of the audit committee	94.78%	5.22%	1 184 975 593	89.67%	0.00%

Ordinary resolution number 4: To re-appoint Mr ZL Combi as a member of the audit committee	94.35%	5.65%	1 184 975 588	89.67%	0.00%
Ordinary resolution number 5: To re-appoint Ms ZRP Matsau as a member of the audit committee	99.99%	0.01%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 6: To appoint Mr AH Sangqu as a member of the audit committee	99.99%	0.01%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 7: To appoint Ms TC Esau-Isaacs as a member of the audit committee	100.00%	0.00%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 8: To re-appoint the auditor, Deloitte & Touche	99.80%	0.20%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 9: General authority to issue ordinary shares for cash	99.76%	0.24%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 10: Non-binding advisory vote on PSG Konsult's remuneration policy	93.92%	6.08%	1 184 975 593	89.67%	0.00%
Ordinary resolution number 11: Non-binding advisory vote on PSG Konsult's	93.92%	6.08%	1 184 975 593	89.67%	0.00%

implementation report on the remuneration policy					
Special resolution number 1: Remuneration of non-executive directors	99.79%	0.21%	1 184 975 593	89.67%	0.00%
Special resolution number 2: Inter-company financial assistance in terms of section 45 of the Companies Act	100.00%	0.00%	1 184 975 593	89.67%	0.00%
Special resolution number 3: Financial assistance for the acquisition of shares in the Company or in a related or inter-related company in terms of section 44 of the Companies Act	99.35%	0.65%	1 184 975 593	89.67%	0.00%
Special resolution number 4: Share repurchases by PSG Konsult and its subsidiaries	99.69%	0.31%	1 184 975 593	89.67%	0.00%

**Note:**

\*Total number of shares in issue as at the date of the AGM was 1 321 485 043 of which 13 468 307 were treasury shares, and taking into account shares repurchased in the market and that are in the process of being delisted.

**CHANGE TO THE BOARD**

Shareholders are advised that the board of directors has today resolved to appoint Mr Andile Hesperus Sangqu, an independent non-executive director of the Company, to replace Mr Jacob de Vos du Toit (“**Jaap**”) as lead independent director, with immediate effect. Jaap retired by rotation at the AGM and did not make himself available for re-election to the board. The board would again like to thank Jaap for his valuable contribution to the Company and wishes him well in his future endeavours.

Tyger Valley  
11 July 2022

JSE Sponsor: PSG Capital Proprietary Limited

Independent Joint JSE Sponsor: Tamela Holdings Proprietary Limited

NSX Sponsor: PSG Wealth Management (Namibia) Proprietary Ltd, member of the Namibian Stock Exchange

SEM authorised representative and SEM Sponsor: Perigeum Capital Ltd

This notice is issued pursuant to the JSE Listings Requirements, SEM Listing Rule 15.24 and the Mauritian Securities Act 2005. The board of directors of PSG Konsult accepts full responsibility for the accuracy of the information contained in this communiqué.