

("Mr Price Group" or "the Group")

Shareholders are advised that, at the Mr Price Group Annual General Meeting (“AGM”) held yesterday, Wednesday, 24 August 2022, ordinary resolutions 1 – 10 and special resolutions 1 - 3 as set out in the notice of AGM dated 15 July 2022 were passed by the requisite majority of votes of shareholders present in person or represented by proxy and that ordinary resolution 11 (general issue of shares for cash) did not receive the requisite majority of votes.

[illegible]

members of the audit and compliance committee							
5.1 Daisy Naidoo	93.35	6.65	90.52 Ord 100.00 B Ord	9.48 Ord 0.00 B Ord	192,300,144 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
5.2 Mark Bowman	97.88	2.12	96.98 Ord 100.00 B Ord	3.02 Ord 0.00 B Ord	192,300,644 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
5.3 Mmaboshadi Chauke	99.98	0.02	99.97 Ord 100.00 B Ord	0.03 Ord 0.00 B Ord	192,300,194 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 6 - Non-binding advisory vote on the remuneration policy** (see commentary below)	78.17	21.83	68.92 Ord 100.00 B Ord	31.08 Ord 0.00 B Ord	192,297,856 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 7 - Non-binding advisory vote on the remuneration implementation report** (see commentary below)	51.91	48.09	31.52 Ord 100.00 B Ord	68.48 Ord 0.00 B Ord	192,297,856 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 8 - Adoption of the SETS committee report	99.72	0.28	99.61 Ord 100.00 B Ord	0.39 Ord 0.00 B Ord	192,032,927 Ord 6,792,586 B Ord	74.77 Ord 100.00 B Ord	0.30 Ord 0.00 B Ord
Ordinary resolution 9 - Signature of documents	100.00	0.00	100.00 Ord 100.00 B Ord	0.00 Ord 0.00 B Ord	192,296,226 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 10 - Control of unissued shares (excluding issues for cash)	74.82	25.18	64.15 Ord 100.00 B Ord	35.85 Ord 0.00 B Ord	192,300,799 Ord 6,792,586 B Ord	74.87 Ord 100 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 11 – General issue of shares for cash	72.92	27.08	61.05 Ord 100.00 B Ord	38.95 Ord 0.00 B Ord	185,988,559 Ord 6,792,586 B Ord	74.24 Ord 100 B Ord	0.20 Ord 0.00 B Ord
Special resolutions 1.1 to 1.12 - Non-executive director remuneration:							
1.1 Independent non-executive chair of the board – R 1 867 122	99.69	0.31	99.56 Ord 100.00 B Ord	0.44 Ord 0.00 B Ord	192,235,975 Ord 6,792,586 B Ord	74.85 Ord 100.00 B Ord	0.22 Ord 0.00 B Ord
1.2 Honorary chair of the board – R 908 776	97.56	2.44	96.52 Ord 100.00 B Ord	3.48 Ord 0.00 B Ord	192,235,955 Ord 6,792,586 B Ord	74.85 Ord 100.00 B Ord	0.22 Ord 0.00 B Ord
1.3 Lead independent director of the board – R 631 047	99.47	0.53	99.24 Ord 100.00 B Ord	0.76 Ord 0.00 B Ord	192,298,517 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.4 Non-executive directors – R 430 303	99.26	0.74	98.95 Ord 100.00 B Ord	1.05 Ord 0.00 B Ord	192,298,540 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.5 Audit and compliance committee chair – R 349 617	99.74	0.26	99.62 Ord 100.00 B Ord	0.38 Ord 0.00 B Ord	192,298,540 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.6 Audit and compliance committee members – R 171 154	99.74	0.26	99.63 Ord 100.00 B Ord	0.37 Ord 0.00 B Ord	192,298,540 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.7 Remuneration and nominations committee chair – R 227 695	99.74	0.26	99.62 Ord 100.00 B Ord	0.38 Ord 0.00 B Ord	192,298,517 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.8 Remuneration and nominations committee members – R 113 449	99.74	0.26	99.63 Ord 100.00 B Ord	0.37 Ord 0.00 B Ord	192,298,517 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.9 SETS committee chair – R 188 140	99.74	0.26	99.62 Ord 100.00 B Ord	0.38 Ord 0.00 B Ord	192,298,580 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.10 SETS committee members – R 109 964	99.74	0.26	99.63 Ord 100.00 B Ord	0.37 Ord 0.00 B Ord	192,298,560 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord

1.11 Risk and IT committee members - R 137 441	99.74	0.26	99.63 Ord 100.00 B Ord	0.37 Ord 0.00 B Ord	192,298,540 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
1.12 Risk and IT committee - IT specialist - R 310 250	99.26	0.74	98.95 Ord 100.00 B Ord	1.05 Ord 0.00 B Ord	192,298,540 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Special resolution 2 – General authority to repurchase shares	98.80	1.20	98.28 Ord 100.00 B Ord	1.72 Ord 0.00 B Ord	185, 966, 695 Ord 6,792,586 B Ord	74.23 Ord 100.00 B Ord	0.21 Ord 0.00 B Ord
Special resolution 3 - Financial assistance to related or inter-related companies	98.67	1.33	98.10 Ord 100.00 B Ord	1.90 Ord 0.00 B Ord	192,225,947 Ord 6,792,586 B Ord	74.84 Ord 100.00 B Ord	0.22 Ord 0.00 B Ord

* The total issued share capital as at the AGM voting record date was 256,841,654 ordinary shares and 6,792,786 B-ordinary shares

** Ahead of the AGM, the Group sent communication to the Group's top 25 shareholders representing approximately 65.8% of its issued ordinary shares for purposes of engaging generally on the resolutions proposed at the AGM. Through this process, the Group actively engaged with 16 of these shareholders and is encouraged by the number of shareholders who either requested meetings or written responses to their questions. The continued support for the remuneration policy indicates a favourable shareholder view of the Group's general remuneration philosophy. However, the Group is disappointed at the result of the voting on remuneration implementation given the positive engagements with the top shareholders and changes made to both the remuneration policy and its implementation during FY2022.

The Group strives to apply its remuneration philosophy of "partnership" consistently and appropriately and the Group will continue its efforts to engage with shareholders to understand more fully the concerns around the remuneration policy and implementation thereof. Accordingly, shareholders are invited to advise the Group of their reasons for their dissenting votes on the remuneration policy and/or the implementation thereof, and whether they wish to engage with the Group on these issues. Correspondence in this regard should be addressed by email to the Group's Head of Investor Relations, Matt Warriner (klechman@mrpricegroup.com), by 30 September 2022. Thereafter the date and time of requested engagements will be scheduled with shareholders individually.

Durban
25 August 2022

JSE Equity Sponsor and Corporate Broker
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