Mr Price Group Limited (Incorporated in the Republic of South Africa) (Registration number 1933/004418/06) ISIN: ZAE000200457 LEI number: 378900D3417C35C5D733 JSE and A2X Share Code: MRP

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

RESULTS OF THE 89th ANNUAL GENERAL MEETING

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.

The total number of shares present or represented, including by proxy, at the AGM was 75.71% of the Group's issued share capital* as at Friday 19 August 2022, being the AGM voting record date. The voting results were as follows:

Resolutions	Votes cast as a combined % of the total number of shares voted (Ordinary shares and B ordinary shares) at the meeting		Votes cast as a % of the number of shares voted at the meeting Ordinary shares ("Ord") B ordinary shares ("B Ord")		Number of shares voted	Shares voted as a % of issued share capital* Ordinary shares ("Ord") B ordinary shares ("B Ord")	Shares abstained as a % of issued share capital* Ordinary shares ("Ord") B ordinary shares ("B Ord")
	For	Against	For	Against			
Ordinary resolution 1 - Adoption of the annual	100.00	0.00	100.00 Ord	0.00 Ord	192,035,207 Ord	74.77 Ord	0.30 Ord
financial statements			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolutions 2.1 and 2.2 - Re-election of directors retiring by rotation							
2.1 Stewart Cohen	93.04	6.96	90.09 Ord 100.00 B Ord	9.91 Ord 0.00 B Ord	192,300,694 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
2.2 Keith Getz	77.13	22.87	67.43 Ord 100.00 B Ord	32.57 Ord 0.00 B Ord	192,300,694 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
2.2 Mmaboshadi Chauke	99.92	0.08	99.89 Ord 100.00 B Ord	0.11 Ord 0.00 B Ord	192,300,334 Ord 6,792,586 B Ord	74.87 Ord 100.00 B Ord	0.20 Ord 0.00 B Ord
Ordinary resolution 3 – confirmation of	96.39	3.61	94.86 Ord	5.14 Ord	192,300,694 Ord	74.87 Ord	0.20 Ord
appointment of non-executive director Steve Ellis			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 4 - Election of independent	78.04	21.96	68.74 Ord	31.26 Ord	192,300,419 Ord	74.87 Ord	0.20 Ord
auditor			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolutions 5.1 to 5.3 - Election of							

members of the audit and compliance committee							
5.1 Daisy Naidoo	93.35	6.65	90.52 Ord	9.48 Ord	192,300,144 Ord	74.87 Ord	0.20 Ord
			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
5.2 Mark Bowman	97.88	2.12	96.98 Ord	3.02 Ord	192,300,644 Ord	74.87 Ord	0.20 Ord
			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
5.3 Mmaboshadi Chauke	99.98	0.02	99.97 Ord	0.03 Ord	192,300,194 Ord	74.87 Ord	0.20 Ord
			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 6 - Non-binding advisory vote	78.17	21.83	68.92 Ord	31.08 Ord	192,297,856 Ord	74.87 Ord	0.20 Ord
on the remuneration policy** (see commentary below)			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 7 - Non-binding advisory vote	51.91	48.09	31.52 Ord	68.48 Ord	192,297,856 Ord	74.87 Ord	0.20 Ord
on the remuneration implementation report** (see commentary below)			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 8 - Adoption of the SETS	99.72	0.28	99.61 Ord	0.39 Ord	192,032,927 Ord	74.77 Ord	0.30 Ord
committee report			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 0. Cignoture of documents	100.00	0.00	100.00 Ord	0.00 Ord	192,296,226 Ord	74.87 Ord	0.20 Ord
Ordinary resolution 9 - Signature of documents			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
Ordinary resolution 10 - Control of unissued	74.82	25.18	64.15 Ord	35.85 Ord	192,300,799 Ord	74.87 Ord	0.20 Ord
shares (excluding issues for cash)			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100 B Ord	0.00 B Ord
Ordinary resolution 11 – General issue of shares	72.92	27.08	61.05 Ord	38.95 Ord	185,988,559 Ord	74.24 Ord	0.20 Ord
for cash			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100 B Ord	0.00 B Ord
Special resolutions 1.1 to 1.12 - Non-executive director remuneration:							
1.1 Independent non-executive chair of the	99.69	0.31	99.56 Ord	0.44 Ord	192,235,975 Ord	74.85 Ord	0.22 Ord
board – R 1 867 122			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.2 Honorary chair of the board – R 908 776	97.56	2.44	96.52 Ord	3.48 Ord	192,235,955 Ord	74.85 Ord	0.22 Ord
•			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.3 Lead independent director of the board –	99.47	0.53	99.24 Ord	0.76 Ord	192,298,517 Ord	74.87 Ord	0.20 Ord
R 631 047			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.4 Non-executive directors – R 430 303	99.26	0.74	98.95 Ord	1.05 Ord	192,298,540 Ord	74.87 Ord	0.20 Ord
1.4 Non-executive directors – R 430 303			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
 1.5 Audit and compliance committee chair – 	99.74	0.26	99.62 Ord	0.38 Ord	192,298,540 Ord	74.87 Ord	0.20 Ord
R 349 617			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.6 Audit and compliance committee members	99.74	0.26	99.63 Ord	0.37 Ord	192,298,540 Ord	74.87 Ord	0.20 Ord
– R 171 154			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.7 Remuneration and nominations committee	99.74	0.26	99.62 Ord	0.38 Ord	192,298,517 Ord	74.87 Ord	0.20 Ord
chair – R 227 695			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.8 Remuneration and nominations committee	99.74	0.26	99.63 Ord	0.37 Ord	192,298,517 Ord	74.87 Ord	0.20 Ord
members – R 113 449			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.9 SETS committee chair – R 188 140	99.74	0.26	99.62 Ord	0.38 Ord	192,298,580 Ord	74.87 Ord	0.20 Ord
			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord
1.10 SETS committee members –	99.74	0.26	99.63 Ord	0.37 Ord	192,298,560 Ord	74.87 Ord	0.20 Ord
R 109 964			100.00 B Ord	0.00 B Ord	6,792,586 B Ord	100.00 B Ord	0.00 B Ord

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