THE BIDVEST GROUP LIMITED ("Bidvest" or "The Group") (Incorporated in the Republic of South Africa) (Registration number 1946/021180/06) JSE Share code: BVT ISIN: ZAE000117321

## REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS ("AGM") AND GRANTING OF LONG-TERM INCENTIVE AWARDS

## 1. RESULTS OF THE AGM

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Bidvest shareholders are advised that at the AGM of members held on Friday, 25 November 2022 all the ordinary and special resolutions were passed by the requisite majority votes.

Bidvest confirms the voting statistics from the AGM as follows:

including proxies at the meeting as % of voteable shares	81%	275,373,680
Total number of shares present/represented including proxies at the meeting as % of		
issued shares	81%	275,373,680
Total number of members present in person		12
Issued Shares	100%	340,274,346

## $\ensuremath{\mathbb O}$ Disclosed as a percentage of the voteable shares

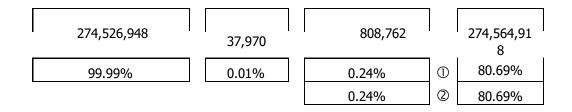
<sup>②</sup> Disclosed as a percentage of the total issued capital

Ordinary resolution number 1: Re-election of directors that retire by rotation - Mr BF Mohale

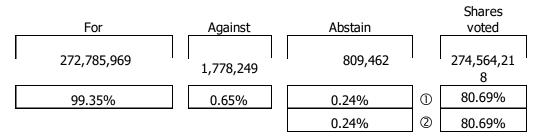
For	Against	Abstain		Shares voted	_
258,855,551	15,716,367	801,762		274,571,91 8	]
94.28%	5.72%	0.24%	1	80.69%	
		0.24%	2	80.69%	

2 Ordinary resolution number 2.1: Election of non-executive directors - Ms MG Khumalo

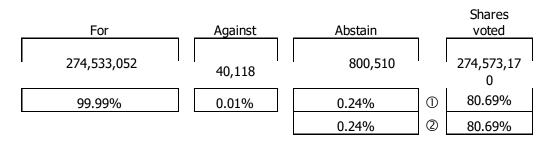
			Shares
For	Against	Abstain	voted



3 Ordinary resolution number 2.2: Election of non-executive directors - Ms FN Khanyile



4 Ordinary resolution number 3: Re-appointment of independent external auditor



Ordinary resolution 4.1: Election of members of the audit committee - Ms SN Mabaso-Koyana (chair)

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For	Against	Abstain		Shares voted
272,154,047	2,410,871	808,762		274,564,91 8
99.12%	0.88%	0.24%	1	80.69%
		0.24%	2	80.69%

6 Ordinary resolution 4.2: Election of members of the audit committee - Dr RD Mokate

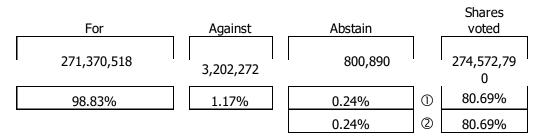
	For	Against	Abstain		Shares voted
[	274,315,037	249,881	808,762		274,564,91 8
	99.91%	0.09%	0.24%	1	80.69%
			0.24%	2	80.69%

7 Ordinary resolution 4.3: Election of members of the audit committee - Ms L Boyce

			Snares
For	Against	Abstain	voted

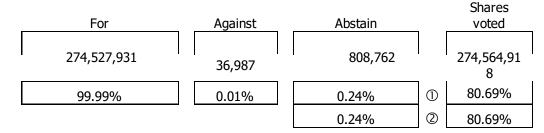
273,990,721	574,369	808,590		274,565,09 0
99.79%	0.21%	0.24%	1	80.69%
		0.24%	2	80.69%

8 Ordinary resolution 4.4: Election of members of the audit committee - NW Thomson



Ordinary resolution 4.5: Election of members of the audit committee - Ms MG Khumalo, subject to being elected as a director

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Ordinary resolution number 5: Placing authorised by unissued ordinary shares under the control of directors

 For	Against	Abstain		Shares voted	
253,542,820	21,027,082	803,778		274,569,90 2	]
92.34%	7.66%	0.24%	1	80.69%	
		0.24%	2	80.69%	

Ordinary resolution number 6: General authority to issue shares for cash

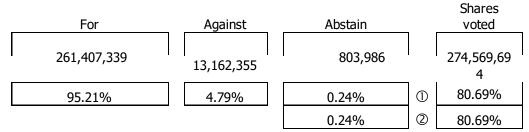
Shares For Against Abstain voted 274,576,35 258,089,831 797,328 16,486,521 2 80.69% 1 94.00% 6.00% 0.23% 0.23% 2 80.69%

Ordinary resolution number 7: Payment of dividend by way of pro rata reduction of share capital or share premium

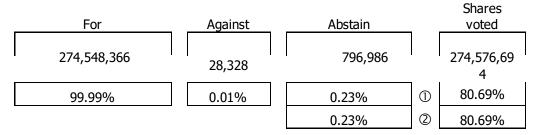
			Sildies
For	Against	Abstain	voted

274,571,452	6,469	795,759		274,577,92 1
100.00%	0.00%	0.23%	1	80.69%
		0.23%	2	80.69%

Ordinary resolution number 8: Ratification relating to personal financial interest arising from multiple offices in the Group



Ordinary resolution number 9: Directors' authority to implement special and ordinary resolutions



15 Non-binding advisory vote 1: Endorsement of Remuneration policy

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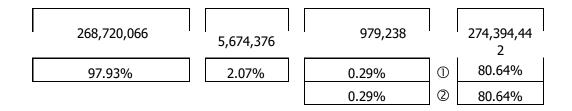
For	Against	Abstain		Shares voted
255,450,639	19,110,016	813,025		274,560,65 5
93.04%	6.96%	0.24%	1	80.69%
		0.24%	2	80.69%

Non-binding advisory vote 2: Endorsement of Implementation of remuneration policy

Shares For Against Abstain voted 274,561,35 259,297,574 812,325 15,263,781 5 1 80.69% 94.44% 5.56% 0.24% 2 0.24% 80.69%

17 Special resolution number 1: Non-executive director remuneration

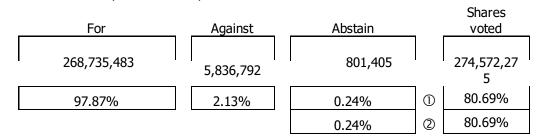
			Shares
For	Against	Abstain	voted



18 Special resolution number 2: General authority to repurchase shares

 For	Against	Abstain		Shares voted
271,799,385	2,666,570	907,725		274,465,95 5
99.03%	0.97%	0.27%	1	80.66%
		0.27%	2	80.66%

Special resolution number 3: General authority to provide financial assistance to related or inter-related companies and corporations



## 2. GRANTING OF CONDITIONAL SHARE AWARDS IN TERMS OF THE 2008 BIDVEST CSP

Executive Directors have been awarded Conditional Share (CSP) Awards in terms of the 2008 Bidvest Group CSP, approved by shareholders at the annual general meeting in November 2008. CSP Awards are subject to performance conditions for the period starting 1 July 2022 and ending 30 June 2025. Subject to performance, vesting will occur in September 2025 and September 2026. The Remuneration Committee has given approval for the following individual allocations.

Conditional share awards are as follows:Executive Directors:NT Madisa117 000 conditional share awardsMJ Steyn64 500 conditional share awardsGC McMahon51 500 conditional share awards

Date: 25 November 2022

Johannesburg Sponsor: Investec Bank Limited