

DISCOVERY LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1999/007789/06)

Legal Entity Identifier: 378900245A26169C8132

JSE share code: DSY and ISIN: ZAE000022331

JSE share code: DSBP and ISIN: ZAE000158564

JSE bond code: DSYI

(“Discovery” or the “Group” or the “Company”)

**REPORT OF PROCEEDINGS AT THE ANNUAL GENERAL MEETING**

1. PROCEEDINGS AT THE AGM

The Board of Directors of Discovery hereby advise that, at the annual general meeting (“AGM” or the “meeting”) of shareholders held on Thursday, 1 December 2022, the resolutions as set out in the Notice of AGM and Form of Proxy, distributed to shareholders on 28 October 2022 with the 2022 Integrated Annual Report, were duly approved by the requisite majority of votes.

Shareholders are advised that:

- total number of shares in issue as at the date of the AGM: 668,963,471 shares.
- total number of shares that were present in person/represented by proxy at the AGM: 533,315,090 shares being 79.72% of the total number of shares in issue.

Details of the voting statistics from the AGM are as follows:

Resolutions	Votes cast disclosed as a percentage in relation to the total number of shares voted at the meeting		Number of shares voted	Shares voted disclosed as a percentage in relation to the total issued share capital	Shares abstained disclosed as a percentage in relation to the total issued share capital
	For	Against			
<b>Ordinary Resolutions</b>					

Ordinary Resolution Number 1.1: Re-appointment of PwC as joint independent external auditors	98.18%	1.82%	532,744,541	79.64%	0.08%
Ordinary Resolution Number 1.2: Re-appointment of KPMG as joint independent external auditors	98.99%	1.01%	532,744,541	79.64%	0.08%
Ordinary Resolution Number 1.3: Appointment of Deloitte as joint independent external auditors with effect from 1 July 2023	98.96%	1.04%	532,744,541	79.64%	0.08%
Ordinary Resolution Number 2.1: Election and re-election of Directors - Ms Faith Khanyile	95.59%	4.41%	532,746,968	79.64%	0.08%
Ordinary Resolution Number 2.2: Election and re-election of Directors – Mr Richard Farber	96.61%	3.39%	531,089,860	79.39%	0.33%
Ordinary Resolution Number 2.3: Election and re-election of Directors – Ms Bridget van Kralingen	99.85%	0.15%	532,744,618	79.64%	0.08%
Ordinary Resolution Number 2.4: Election and re-election of Directors – Mr Tito Mboweni	99.58%	0.42%	532,744,618	79.64%	0.08%
Ordinary Resolution Number 3.1: Election of members of the Audit Committee - Mr David Macready as member and Chairperson	99.58%	0.42%	532,744,618	79.64%	0.08%
Ordinary resolution Number 3.2: Election of members of the Audit Committee - Ms Marquerithe Schreuder	99.60%	0.40%	532,744,618	79.64%	0.08%
Ordinary resolution Number 3.3: Election of members of the Audit Committee – Ms Monhla Hlahla	99.20%	0.80%	531,958,274	79.52%	0.20%
Ordinary resolution Number 4.1: General authority to directors to allot and issue A Preference Shares	97.54%	2.46%	532,744,827	79.64%	0.08%
Ordinary Resolution Number 4.2: General authority to directors to allot and issue B Preference Shares	97.54%	2.46%	532,740,047	79.64%	0.08%

Ordinary Resolution Number 4.3: General authority to directors to allot and issue C Preference Shares	97.54%	2.46%	532,744,827	79.64%	0.08%
Ordinary Resolution Number 5: Director's authority to implement special and ordinary resolutions	100.00%	0.00%	532,744,827	79.64%	0.08%
<b>Advisory endorsement of the remuneration policy and implementation report</b>					
Non-binding advisory vote 1.1: Endorsement of the remuneration policy	89.45%	10.55%	532,738,414	79.64%	0.08%
Non-binding advisory vote 1.2: The implementation of the remuneration policy	90.38%	9.62%	532,724,300	79.63%	0.09%
<b>Special resolutions</b>					
Special Resolution Number 1: Approval of Non-executive Directors' remuneration – 2022/2023	80.62%	19.38%	532,739,053	79.64%	0.08%
Special Resolution Number 2: General authority to repurchase shares in terms of the JSE Listings Requirements	99.73%	0.27%	532,116,028	79.54%	0.18%
Special Resolution Number 3: Authority to provide financial assistance in terms of section 44 and section 45 of the Companies Act 71 of 2008.	99.93%	0.07%	532,744,827	79.64%	0.08%

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2 December 2022

Sponsor and Debt Sponsor  
RAND MERCHANT BANK (A division of FirstRand Bank Limited)