

FORTRESS REIT LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 2009/016487/06)

JSE share codes: FFA ISIN: ZAE000248498

FFB ISIN: ZAE000248506

Bond Company code: FORI

LEI: 378900FE98E30F24D975

(Approved as a REIT by the JSE)

("Fortress" or "the Company")



RESULTS OF ANNUAL GENERAL MEETING OF A ORDINARY SHAREHOLDERS AND B ORDINARY SHAREHOLDERS

Shareholders are advised that at the annual general meeting of shareholders held on Tuesday, 6 December 2022 (in terms of the notice dispatched on 31 October 2022), all the resolutions tabled thereat were passed by the requisite majority of Fortress shareholders, except for ordinary resolution 4 relating to the general authority to issue shares for cash.

Details of the results of voting at the annual general meeting were as follows:

- total number of Fortress shares in issue as at the date of the annual general meeting: 2 284 808 200;
- total number of Fortress shares that could have been voted at the annual general meeting (being Fortress A ordinary shares in issue of 1 191 595 172 excluding Fortress A treasury shares of 26 861 996 and 3 530 095 Fortress A ordinary shares awarded and unvested in terms of the Fortress REIT Long Term Incentive Plan, and Fortress B ordinary shares in issue of 1 093 213 028 excluding Fortress B treasury shares of 87 536 353 and 3 530 095 Fortress B ordinary shares awarded and unvested in terms of the Fortress REIT Long Term Incentive Plan): 2 163 349 661;
- total number of Fortress shares that were present/represented at the annual general meeting: 1 931 924 166 being 89.30% of the total number of Fortress shares that could have been voted at the annual general meeting.

Ordinary resolution number 1.1: Re-election of Steven Brown as a director

A shares voted* 1 064 636 011, being 89.35%	For 336 319 829, being 31.59%	Against 728 316 182, being 68.41%	Abstentions[^] 906 461, being 0.08%
B shares voted* 865 096 021, being 79.13%	For 644 043 968, being 74.45%	Against 221 052 053, being 25.55%	Abstentions[^] 1 285 673, being 0.12%
Total shares voted* 1 929 732 032, being 84.46%	For 980 363 797, being 50.80%	Against 949 368 235, being 49.20%	Abstentions[^] 2 192 134, being 0.10%

Ordinary resolution number 1.2: Re-election of Robin Lockhart-Ross as a director

A shares voted* 1 062 939 694, being 89.20%	For 1 060 428 269, being 99.76%	Against 2 511 425, being 0.24%	Abstentions[^] 2 602 778, being 0.22%
B shares voted* 863 366 305, being 78.98%	For 838 307 661, being 97.10%	Against 25 058 644, being 2.90%	Abstentions[^] 3 015 389, being 0.28%
Total shares voted* 1 926 305 999, being 84.31%	For 1 898 735 930, being 98.57%	Against 27 570 069, being 1.43%	Abstentions[^] 5 618 167, being 0.25%

Ordinary resolution number 1.3: Re-election of Hermina Christina Lopion as a director

A shares voted* 1 064 636 011, being 89.35%	For 1 062 788 626, being 99.83%	Against 1 847 385, being 0.17%	Abstentions[^] 906 461, being 0.08%
B shares voted* 865 095 321, being 79.13%	For 865 067 351, being 99.99%	Against 27 970, being 0.01%	Abstentions[^] 1 286 373, being 0.12%
Total shares voted* 1 929 731 332, being 84.46%	For 1 927 855 977, being 99.90%	Against 1 875 355, being 0.10%	Abstentions[^] 2 192 834, being 0.10%

Ordinary resolution number 1.4: Re-election of Jan Naudé Potgieter as a director

A shares voted* 1 062 939 694, being 89.20%	For 698 721 651, being 65.73%	Against 364 218 043, being 34.27%	Abstentions[^] 2 602 778, being 0.22%
B shares voted* 863 366 305, being 78.98%	For 665 770 377, being 77.11%	Against 197 595 928, being 22.89%	Abstentions[^] 3 015 389, being 0.28%
Total shares voted* 1 926 305 999, being 84.31%	For 1 364 492 028, being 70.83%	Against 561 813 971, being 29.17%	Abstentions[^] 5 618 167, being 0.25%

Ordinary resolution number 2.1: Re-election of Bram Goossens as a member of the audit committee

A shares voted* 1 062 946 694, being 89.20%	For 1 060 319 571, being 99.75%	Against 2 627 123, being 0.25%	Abstentions[^] 2 595 778, being 0.22%
B shares voted* 863 366 305, being 78.98%	For 859 375 037, being 99.54%	Against 3 991 268, being 0.46%	Abstentions[^] 3 015 389, being 0.28%
Total shares voted* 1 926 312 999, being 84.31%	For 1 919 694 608, being 99.66%	Against 6 618 391, being 0.34%	Abstentions[^] 5 611 167, being 0.25%

Ordinary resolution number 2.2: Re-election of Benjamin Monaheng Kodisang as a member of the audit committee

A shares voted* 1 062 948 544, being 89.20%	For 1 061 094 159, being 99.83%	Against 1 854 385, being 0.17%	Abstentions[^] 2 593 928, being 0.22%
B shares voted* 863 366 305, being 78.98%	For 840 878 661, being 97.40%	Against 22 487 644, being 2.60%	Abstentions[^] 3 015 389, being 0.28%
Total shares voted* 1 926 314 849, being 84.31%	For 1 901 972 820, being 98.74%	Against 24 342 029, being 1.26%	Abstentions[^] 5 609 317, being 0.25%

Ordinary resolution number 2.3: Re-election of Susan Melanie Ludolph as a member of the audit committee

A shares voted* 1 064 643 011, being 89.35%	For 843 624 521, being 79.24%	Against 221 018 490, being 20.76%	Abstentions[^] 899 461, being 0.08%
B shares voted* 865 095 321, being 79.13%	For 788 891 160, being 91.19%	Against 76 204 161, being 8.81%	Abstentions[^] 1 286 373, being 0.12%
Total shares voted* 1 929 738 332, being 84.46%	For 1 632 515 681, being 84.60%	Against 297 222 651, being 15.40%	Abstentions[^] 2 185 834, being 0.10%

Ordinary resolution number 2.4: Re-election of Jan Naudé Potgieter as a member of the audit committee

A shares voted* 1 062 946 694, being 89.20%	For 742 847 610, being 69.89%	Against 320 099 084, being 30.11%	Abstentions[^] 2 595 778, being 0.22%
B shares voted* 863 366 305, being 78.98%	For 670 927 517, being 77.71%	Against 192 438 788, being 22.29%	Abstentions[^] 3 015 389, being 0.28%
Total shares voted* 1 926 312 999, being 84.31%	For 1 413 775 127, being 73.39%	Against 512 537 872, being 26.61%	Abstentions[^] 5 611 167, being 0.25%

Ordinary resolution number 3: Appointment of the auditor

A shares voted* 1 064 644 861, being 89.35%	For 1 034 817 596, being 97.20%	Against 29 827 265, being 2.80%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 090 631, being 79.13%	For 856 669 181, being 99.03%	Against 8 421 450, being 0.97%	Abstentions[^] 1 291 063, being 0.12%
Total shares voted* 1 929 735 492, being 84.46%	For 1 891 486 777, being 98.02%	Against 38 248 715, being 1.98%	Abstentions[^] 2 188 674, being 0.10%

Ordinary resolution number 4: General authority to issue shares for cash

A shares voted* 1 064 644 861, being 89.35%	For 686 347 646, being 64.47%	Against 378 297 215, being 35.53%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 123 349, being 79.14%	For 568 215 162, being 65.68%	Against 296 908 187, being 34.32%	Abstentions[^] 1 258 345, being 0.12%
Total shares voted* 1 929 768 210, being 84.46%	For 1 254 562 808, being 65.01%	Against 675 205 402, being 34.99%	Abstentions[^] 2 155 956, being 0.09%

Special resolution number 1: Approval of financial assistance to related or inter-related companies

A shares voted* 1 064 644 861, being 89.35%	For 882 035 981, being 82.85%	Against 182 608 880, being 17.15%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 102 861, being 79.13%	For 839 904 357, being 97.09%	Against 25 198 504, being 2.91%	Abstentions[^] 1 278 833, being 0.12%
Total shares voted* 1 929 747 722, being 84.46%	For 1 721 940 338, being 89.23%	Against 207 807 384, being 10.77%	Abstentions[^] 2 176 444, being 0.10%

Special resolution number 2: Approval of the repurchase of shares

A shares voted* 1 064 644 861, being 89.35%	For 971 920 091, being 91.29%	Against 92 724 770, being 8.71%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 106 181, being 79.13%	For 696 675 771, being 80.53%	Against 168 430 410, being 19.47%	Abstentions[^] 1 275 513, being 0.12%
Total shares voted* 1 929 751 042, being 84.46%	For 1 668 595 862, being 86.47%	Against 261 155 180, being 13.53%	Abstentions[^] 2 173 124, being 0.10%

Special resolution number 3: Authorising non-executive directors' fees

A shares voted* 1 064 582 980, being 89.34%	For 1 034 676 386, being 97.19%	Against 29 906 594, being 2.81%	Abstentions[^] 959 492, being 0.08%
B shares voted* 865 070 669, being 79.13%	For 860 387 037, being 99.46%	Against 4 683 632, being 0.54%	Abstentions[^] 1 311 025, being 0.12%
Total shares voted* 1 929 653 649, being 84.46%	For 1 895 063 423, being 98.21%	Against 34 590 226, being 1.79%	Abstentions[^] 2 270 517, being 0.10%

Special resolution number 4: Change of name of the company

A shares voted* 1 064 644 861, being 89.35%	For 844 064 537, being 79.28%	Against 220 580 324, being 20.72%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 069 969, being 79.13%	For 790 523 316, being 91.38%	Against 74 546 653, being 8.62%	Abstentions[^] 1 311 725, being 0.12%
Total shares voted* 1 929 714 830, being 84.46%	For 1 634 587 853, being 84.71%	Against 295 126 977, being 15.29%	Abstentions[^] 2 209 336, being 0.10%

Ordinary resolution number 5: Authority for directors or the company secretary to implement resolutions

A shares voted* 1 064 644 861, being 89.35%	For 1 064 539 766, being 99.99%	Against 105 095, being 0.01%	Abstentions[^] 897 611, being 0.08%
B shares voted* 865 090 091, being 79.13%	For 865 076 366, being 99.99%	Against 13 725, being 0.01%	Abstentions[^] 1 291 603, being 0.12%
Total shares voted* 1 929 734 952, being 84.46%	For 1 929 616 132, being 99.99%	Against 118 820, being 0.01%	Abstentions[^] 2 189 214, being 0.10%

Non-binding advisory vote number 1: Approval of the remuneration policy

A shares voted* 1 064 472 434, being 89.33%	For 748 811 722, being 70.35%	Against 315 660 712, being 29.65%	Abstentions[^] 1 070 038, being 0.09%
B shares voted* 865 070 949, being 79.13%	For 707 019 931, being 81.73%	Against 158 051 018, being 18.27%	Abstentions[^] 1 310 745, being 0.12%
Total shares voted* 1 929 543 383, being 84.45%	For 1 455 831 653, being 75.45%	Against 473 711 730, being 24.55%	Abstentions[^] 2 380 783, being 0.10%

Non-binding advisory vote number 2: Approval of the remuneration implementation report

A shares voted* 1 064 472 434, being 89.33%	For 798 778 857, being 75.04%	Against 265 693 577, being 24.96%	Abstentions[^] 1 070 038, being 0.09%
B shares voted* 865 070 949, being 79.13%	For 706 685 068, being 81.69%	Against 158 385 881, being 18.31%	Abstentions[^] 1 310 745, being 0.12%
Total shares voted* 1 929 543 383, being 84.45%	For 1 505 463 925, being 78.02%	Against 424 079 458, being 21.98%	Abstentions[^] 2 380 783, being 0.10%

* shares voted (excluding abstentions) in relation to the total shares in issue.

[^] in relation to total shares in issue.

7 December 2022

Lead sponsor



Joint sponsor

