

ASPEN PHARMACARE HOLDINGS LIMITED  
 (Incorporated in the Republic of South Africa) ("Aspen Holdings")  
 Registration number: 1985/002935/06  
 Share code: APN  
 ISIN: ZAE000066692  
 LEI: 635400ZYSN1IRD5QWQ94  
 and its subsidiaries (collectively "Aspen" or "the Group")

## REPORT ON ANNUAL GENERAL MEETING PROCEEDINGS

Shareholders are advised that, at the Annual General Meeting ("AGM") of members held on Thursday, 8 December 2022, a total of 336 222 144 or 75,34% of issued shares (446 252 332) were voted. All ordinary and special resolutions were passed by the requisite majority votes, except for the non-binding advisory vote relating to the endorsement of the implementation report. The full voting statistics from this AGM are confirmed to be as follows:

### 1 **Ordinary resolution number 1:** Presentation and adoption of Annual Financial Statements

For	Against	Abstain	Shares voted
335 169 995	1 588	1 050 561	335 171 583
100,00%	0,00%	0,24%	75,11%

### 2 **Ordinary resolution number 2:** Presentation and noting of the Social & Ethics Committee Report

For	Against	Abstain	Shares voted
334 932 980	240 541	1 048 623	335 173 521
99,93%	0,07%	0,23%	75,11%

### 3 **Ordinary resolution number 3.1:** Re-election of Kuseni Dlamini retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
288 739 069	47 264 510	218 565	336 003 579
85,93%	14,07%	0,05%	75,29%

### 4 **Ordinary resolution number 3.2:** Re-election of Linda de Beer retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
316 060 625	19 945 588	215 931	336 006 213
94,06%	5,94%	0,05%	75,30%

- 5 **Ordinary resolution number 3.3:** Re-election of Chris Mortimer retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
305 598 715	30 404 426	219 003	336 003 141
90,95%	9,05%	0,05%	75,29%

- 6 **Ordinary resolution number 3.4:** Re-election of Yvonne Muthien retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
334 242 987	1 760 154	219 003	336 003 141
99,48%	0,52%	0,05%	75,29%

- 7 **Ordinary resolution number 3.5:** Re-election of David Redfern retiring by rotation and available for re-election

For	Against	Abstain	Shares voted
333 032 459	2 970 690	218 995	336 003 149
99,12%	0,88%	0,05%	75,29%

- 8 **Ordinary resolution number 4:** Reappointment of Ernst & Young Inc. as independent external auditors

For	Against	Abstain	Shares voted
335 995 450	10 370	216 324	336 005 820
100,00%	0,00%	0,05%	75,30%

- 9 **Ordinary resolution number 5.1:** Election of Linda de Beer as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
333 758 452	2 245 679	218 013	336 004 131
99,33%	0,67%	0,05%	75,29%

- 10 **Ordinary resolution number 5.2:** Election of Ben Kruger as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
333 414 582	2 590 674	216 888	336 005 256
99,23%	0,77%	0,05%	75,29%

- 11 **Ordinary resolution number 5.3:** Election of Babalwa Ngonyama as a member of the Audit & Risk Committee

For	Against	Abstain	Shares voted
333 200 015	2 803 679	218 450	336 003 694
99,17%	0,83%	0,05%	75,29%

12 **Ordinary resolution number 6:** Unissued shares placed under the control of directors (5%)

For	Against	Abstain	Shares voted
307 542 529	28 461 602	218 013	336 004 131
91,53%	8,47%	0,05%	75,29%

13 **Ordinary resolution number 7:** General but restricted authority for the directors to issue shares for cash (5%)

For	Against	Abstain	Shares voted
304 284 371	31 720 070	217 703	336 004 441
90,56%	9,44%	0,05%	75,29%

14 **Ordinary resolution number 8:** Authorisation for an Executive Director to sign necessary documents

For	Against	Abstain	Shares voted
335 867 253	136 635	218 256	336 003 888
99,96%	0,04%	0,05%	75,29%

15 **Non-binding advisory resolution number 1:** Endorsement of the remuneration policy by way of a non-binding advisory vote

For	Against	Abstain	Shares voted
310 581 922	25 421 349	218 873	336 003 271
92,43%	7,57%	0,05%	75,29%

16 **Non-binding advisory resolution number 2:** Remuneration implementation report

For	Against	Abstain	Shares voted
231 439 198	104 564 565	218 381	336 003 763
68,88%	31,12%	0,05%	75,29%

17 **Special resolution number 1.1a:** Remuneration of non-executive directors – Chairman

For	Against	Abstain	Shares voted
334 948 749	1 042 738	230 657	335 991 487
99,69%	0,31%	0,05%	75,29%

18 **Special resolution number 1.1b:** Remuneration of non-executive directors – Board Member

For	Against	Abstain	Shares voted
335 603 631	387 856	230 657	335 991 487
99,88%	0,12%	0,05%	75,29%

- 19 **Special resolution number 1.2a:** Remuneration of non-executive directors – Audit & Risk Committee Chairman

For	Against	Abstain	Shares voted
335 604 981	385 804	231 359	335 990 785
99,89%	0,11%	0,05%	75,29%

- 20 **Special resolution number 1.2b:** Remuneration of non-executive directors – Audit & Risk Committee Member

For	Against	Abstain	Shares voted
335 604 981	386 506	230 657	335 991 487
99,88%	0,12%	0,05%	75,29%

- 21 **Special resolution number 1.3a:** Remuneration of non-executive directors – Remuneration & Nomination Committee Chairman

For	Against	Abstain	Shares voted
335 604 183	387 304	230 657	335 991 487
99,88%	0,12%	0,05%	75,29%

- 22 **Special resolution number 1.3b:** Remuneration of non-executive directors – Remuneration & Nomination Committee Member

For	Against	Abstain	Shares voted
335 603 481	388 006	230 657	335 991 487
99,88%	0,12%	0,05%	75,29%

- 23 **Special resolution number 1.4a:** Remuneration of non-executive directors – Social & Ethics Committee Chairman

For	Against	Abstain	Shares voted
335 603 481	388 904	229 759	335 992 385
99,88%	0,12%	0,05%	75,29%

- 24 **Special resolution number 1.4b:** Remuneration of non-executive directors – Social & Ethics Committee Member

For	Against	Abstain	Shares voted
335 603 481	389 606	229 057	335 993 087
99,88%	0,12%	0,05%	75,29%

- 25 **Special resolution number 2:** Financial assistance to related or inter-related company

For	Against	Abstain	Shares voted
321 642 716	14 364 025	215 403	336 006 741
95,73%	4,27%	0,05%	75,30%

26 **Special resolution number 3:** General authority to repurchase shares

For	Against	Abstain	Shares voted
325 247 278	10 745 664	229 202	335 992 942
96,80%	3,20%	0,05%	75,29%

In view of the dissenting votes received in respect of the non-binding advisory vote on the remuneration implementation report (item 16 above – Non-binding advisory resolution number 2), the company invites shareholders who voted against this non-binding advisory vote to either confirm that further engagement about these aspects is sought or to make written submissions regarding their concerns on these aspects to the Company Secretary, Riaan Verster ([rverster@aspenpharma.com](mailto:rverster@aspenpharma.com)), by close of business on Friday, 27 January 2023. Meetings with these dissenting shareholders will be arranged, as appropriate, thereafter.

Durban  
08 December 2022

**Sponsor**  
**Investec Bank Limited**